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Debtors and Debtors-in-Possession

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UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
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EXHIBIT D-2  
REORGANIZATION PLAN / PLAN SPONSORS  
4,979.2 HOURS

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)  
Reorganization Plan / Plan Sponsors

Bill Date: 03/31/07  
Bill Number: 1156471

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	02/02/07	0.20	EMAILS TO/FROM B. ROSENBERG RE: EPCA MATTERS (0.2).
BUTLER, JR. J	02/06/07	1.70	PREPARE FOR AND PARTICIPATE IN SEVERAL PLAN INVESTOR TELECONFERENCES (0.8); CONFERENCE WITH S. MILLER, J. SHEEHAN AND OTHERS RE: POTENTIAL TRANSACTION AND NDA AGREEMENT, ETC. (0.9).
BUTLER, JR. J	02/11/07	0.40	REVIEW FRAMEWORK AND TIMETABLE ISSUES (0.4).
BUTLER, JR. J	02/20/07	0.60	BEGIN TO REVIEW AND COMMENT ON DRAFT EPCA AMENDMENT (0.3); FOLLOW-UP ON APPALOOSA AND HARBINGER DUE DILIGENCE MATTERS (0.3).
BUTLER, JR. J	02/21/07	0.40	CONTINUE TO REVIEW AND COMMENT ON DRAFT EPCA AMENDMENT RE: HSR AND FEBRUARY 28TH DEADLINES (0.4).
BUTLER, JR. J	02/22/07	0.30	CONTINUE TO REVIEW AND COMMENT ON DRAFT EPCA AMENDMENT RE HSR AND FEBRUARY 28TH DEADLINES (0.2); EMAILS FROM/TO G. BRAY RE SAME (0.1).
BUTLER, JR. J	02/23/07	1.20	RECEIVE AND REVIEW ALTERNATIVE PLAN INVESTOR DISCUSSION TERM SHEET (0.6); EMAILS FROM/TO S. MILLER, R. O'NEAL, J. SHEEHAN AND B. SHAW RE SAME (0.3); FOLLOW-UP RE SIDE BY SIDE COMPARISON ANALYSIS (0.2); REVIEW EMAILS RED HRS EXTENSION (0.1).
BUTLER, JR. J	02/25/07	0.40	REVIEW PLAN INVESTOR SIDE BY SIDE COMPARISON AND ANALYSIS (0.4).
BUTLER, JR. J	02/26/07	0.30	CONTINUE TO REVIEW PLAN INVESTOR SIDE BY SIDE COMPARISON AND ANALYSIS (0.2); REVIEW EMAILS RE FURTHER HRS EXTENSION (0.1).
BUTLER, JR. J	02/27/07	2.60	PREPARE FOR (0.2) AND PARTICIPATE IN (0.5) TELECONFERENCE WITH G. BRAY AND G. PRYOR RE: EPCA AMENDMENT; TELECONFERENCES WITH J. SHEEHAN (0.3, 0.2) AND S. CORCORAN (0.2) RE: SAME; REVIEW AND NEGOTIATE EPCA AMENDMENT (0.6); EMAIL FROM G. BRAY RE SAME (0.1); REVIEW REVISED PLAN INVESTOR SIDE-BY-SIDE ANALYSIS (0.3); EMAILS FROM/TO J. TANENBAUM RE EPCA MATTERS (0.2).
BUTLER, JR. J	02/28/07	0.60	FOLLOW-UP AT COMPANY RE IMPLEMENTATION OF EPCA AMENDMENT (0.2); REVIEW MATERIALS FROM J. SHEEHAN RE PLAN INVESTOR EXPENSES AND ISSUES (0.2); EMAILS TO GM AND STATUTORY COMMITTEE RE SAME (0.2).

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8.70

COCHRAN EL	02/15/07	1.10	TELECONFERENCES RE: NDA ISSUES (1.1).
COCHRAN EL	02/20/07	1.60	PREPARE AMENDMENT TO EPCA (1.6).
COCHRAN EL	02/21/07	3.10	WORK ON EPCA AMENDMENT (3.1).
COCHRAN EL	02/23/07	6.80	REVIEW PROPOSAL (2.1); REVIEW OF AMENDMENT TO EPCA RE: TERMINATION PROVISIONS (4.7).
COCHRAN EL	02/24/07	2.10	PREPARE SLIDES FOR DTM ON EQUITY COMMITTEE PROPOSAL (2.1).
COCHRAN EL	02/26/07	2.80	REVIEW ISSUES RELATING TO POSSIBLE EPCA AMENDMENTS (2.8).
COCHRAN EL	02/27/07	5.40	WORK ON AMENDMENT TO EPCA (5.4).
COCHRAN EL	02/28/07	1.50	FINALIZED ECPA AMENDMENT (1.5).

24.40

GIBSON ML	02/15/07	0.40	REVIEW ECPA WAIVER LETTER, REVIEW AGREEMENT PROVISIONS AND DISCUSSIONS RE: SAME (0.4).
GIBSON ML	02/20/07	1.50	REVIEW CHART AND CALLS WITH WORKING GROUP RE: SAME (1.3); TELECONFERENCES RE: EPCA ISSUES (0.2).
GIBSON ML	02/21/07	0.70	REVIEW AND COMMENT ON DRAFTS OF EPCA AMENDMENT AND MULTIPLE TELECONFERENCES/CORRESPONDENCE RE: SAME (0.7).
GIBSON ML	02/27/07	0.20	TELECONFERENCES RE: HSR TIMING AND EPCA AMENDMENT (0.2).

2.80

HOGAN III AL	02/01/07	2.00	CONFERENCE WITH N. STUART RE: DEVELOPMENT OF PLAN (0.4); REVIEW MATERIALS AND CONSIDER LITIGATION ISSUES CONCERNING PLAN PROCESS (1.6).
HOGAN III AL	02/02/07	2.20	CONTINUE TO RESEARCH AND ANALYSIS OF EXCHANGE ACT SECURITIES REGISTRATION ISSUE, AND MULTIPLE DISCUSSIONS WITH E. COCHRAN AND J. GUZZARDO RE: SAME (2.2).
HOGAN III AL	02/16/07	1.20	REVIEW AND CONSIDER DUE DILIGENCE ISSUES IN CONNECTION WITH EPCA IMPLEMENTATION, AND REVIEW CORRESPONDENCE AND CHARTS IN CONNECTION WITH SAME (1.2).
HOGAN III AL	02/19/07	1.20	ANALYZE DUE DILIGENCE ISSUES IN LIGHT OF EPCA REQUIREMENTS, AND ADVISE RESTRUCTURING TEAM (R. MEISLER) OF PROPOSED STEPS (1.2).
HOGAN III AL	02/23/07	1.20	PARTICIPATE IN TELECONFERENCE WITH R. MEISLER RE: PLAN INVESTOR DUE DILIGENCE STATUS (1.2).

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7.80

<del>HUSER HL</del>	<del>02/07/07</del>	<del>0.50</del>	<del>REVIEW EMAILS AND DATA RE: NON-US ANTITRUST FILING ISSUES (0.5).</del>
<del>HUSER HL</del>	<del>02/08/07</del>	<del>0.50</del>	<del>REVIEW EMAILS AND DATA RE: NON-US ANTITRUST FILINGS ANALYSIS (0.5).</del>
<del>HUSER HL</del>	<del>02/09/07</del>	<del>0.20</del>	<del>REVIEW AND SEND EMAILS RE: NON-US ANTITRUST FILINGS (0.2).</del>
<del>HUSER HL</del>	<del>02/12/07</del>	<del>0.30</del>	<del>REVIEW ALTERNATIVE DEAL STRUCTURE ANALYSIS OF INVESTORS (0.2).</del>
<del>HUSER HL</del>	<del>02/14/07</del>	<del>0.50</del>	<del>REVIEW DATA RE: NON-US ANTITRUST FILINGS (0.5).</del>
<del>HUSER HL</del>	<del>02/15/07</del>	<del>0.20</del>	<del>REVIEW AND SEND EMAILS AND REVIEW DRAFT EC INITIAL CONTACT LETTER (0.2).</del>
<del>HUSER HL</del>	<del>02/21/07</del>	<del>0.20</del>	<del>REVIEW DRAFT EC BRIEFING PAPER SUBMISSION (0.2).</del>
<del>HUSER HL</del>	<del>02/22/07</del>	<del>0.30</del>	<del>REVIEW DELPHI-DANA HORIZONTAL OVERLAPS ANALYSIS (0.3).</del>
<del>HUSER HL</del>	<del>02/23/07</del>	<del>0.70</del>	<del>REVIEW DATA AND EDIT EMAIL RE: ECMR PROCEDURAL RULES (0.7).</del>
<b>3.40</b>			

MARAFIOTI KA	02/01/07	0.90	DEVELOP STRATEGY RE: REORGANIZATION PLAN ISSUES (0.9).
MARAFIOTI KA	02/10/07	0.40	REVIEW AND REVISE TALKING POINTS RE: SECTION 1145 (0.4).
MARAFIOTI KA	02/11/07	1.00	REVIEW MEMO RE: SECTION 1145 (1.0).
MARAFIOTI KA	02/16/07	0.50	UPDATE RE: STATUS OF FRAMEWORK NEGOTIATIONS (0.1) AND RESEARCH PLAN ISSUES (0.4).
MARAFIOTI KA	02/19/07	0.60	CONSIDER ISSUES RE: AHC DUE DILIGENCE (0.3) AND REVIEW CORRESPONDENCE RE: SAME (0.3).
MARAFIOTI KA	02/20/07	0.90	WORK ON CORRESPONDENCE TO AHC RE: DUE DILIGENCE (0.3) AND CONSIDER DUE DILIGENCE ISSUES (0.3); REVIEW REVISED DRAFT OF EPCA AMENDMENT (0.3).
MARAFIOTI KA	02/21/07	1.60	REVIEW EQUITY COMMITTEE LETTER TO S. MILLER (0.2) AND CONSIDER ISSUES RE: SAME (0.4); REVIEW EPCA PROPOSE REVISION AND RELATED CORRESPONDENCE (0.5); CONSIDER EU ANTITRUST ISSUES (0.5).
MARAFIOTI KA	02/23/07	0.30	CORRESPONDENCE RE: PLAN REVISION POSITIONS (0.1); REVIEW EQUITY COMMITTEE CORRESPONDENCE AND PROPOSAL (0.2).
MARAFIOTI KA	02/25/07	0.10	CORRESPONDENCE RE: AHC DUE DILIGENCE (0.1).

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MARAFIOTI KA	02/27/07	1.20	REVIEW FRESHFIELDS REVISED EC ANTI-TRUST BRIEFING PAPER (0.8) AND CONSIDER ISSUES RE: SAME (0.4).
MARAFIOTI KA	02/28/07	0.20	REVIEW EPCA AMENDMENT AND RELATED CORRESPONDENCE (0.2).
		<b>7.70</b>	
PANAGAKIS GN	02/02/07	1.50	REVIEW REVISED PLAN (1.5).
PANAGAKIS GN	02/20/07	1.20	REVIEW EPCA AMENDMENT (0.4); ATTENTION TO RELATED MATTERS (0.8).
PANAGAKIS GN	02/21/07	0.80	ATTENTION TO EPCA AMENDMENT (0.8).
PANAGAKIS GN	02/23/07	1.60	REVIEW EQUITY COMMITTEE PROPOSAL AND FURTHER ATTENTION TO SAME (1.6).
PANAGAKIS GN	02/24/07	1.10	REVIEW MATERIALS FROM EQUITY COMMITTEE RE: ALTERNATIVES STRUCTURES AND PRIOR MATERIALS FROM HYLAND (1.1).
PANAGAKIS GN	02/25/07	0.70	REVIEW COMPARISON CHART OF VARIOUS RESTRUCTURING PROPOSALS (0.7).
PANAGAKIS GN	02/26/07	0.40	ATTENTION TO EPCA AMENDMENT (0.4).
PANAGAKIS GN	02/28/07	0.80	REVIEW EPCA AMENDMENT AND CONSIDERATION OF NEXT STEPS RE: PLAN (0.8).
		<b>8.10</b>	
<b>Total Partner</b>		<b>62.90</b>	
MATZ TJ	02/01/07	0.80	CONSIDER VARIOUS MATTERS RE: PLAN (0.8).
MATZ TJ	02/21/07	1.00	REVIEW CORRESPONDENCE FROM EQUITY COMMITTEE TO BOARD RE: EQUITY PURCHASE COMMITMENT AGREEMENT AND PLAN SUPPORT AGREEMENT (0.2); REVIEW ANTI-TRUST EUROPEAN DISCLOSURE MATTER (0.8).
		<b>1.80</b>	
<del>NISA JP</del>	<del>02/21/07</del>	<del>2.00</del>	<del>READ AND REVIEW 1 1/2 BOXES OF POTENTIAL 4(C) DOCUMENTS (2.0).</del>
<del>NISA JP</del>	<del>02/23/07</del>	<del>1.80</del>	<del>REVIEW AND READ ADDITIONAL 4(C) DOCUMENTS; REVIEW DRAFT OF HSR FORM AND OTHER MATERIALS (1.8).</del>
		<b>3.80</b>	
<b>Total Counsel</b>		<b>5.60</b>	
BELIN R	02/06/07	1.00	TELECONFERENCE WITH M. FAKUDA; TELECONFERENCES WITH WORKING GROUP RE: EXTENSION; SENT CLIENT 4A/4B DATA (1.0).
BELIN R	02/07/07	0.80	PRE AND POST HSR CALL (0.8).
BELIN R	02/15/07	0.90	TELECONFERENCE/EXTENSION HR ISSUE; RESEARCHED PAYMENT-REIMBURSEMENT ISSUE RE: AGREEMENTS (0.9).

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BELIN R	02/16/07	0.60	TELECONFERENCE/EMAIL WORKING GROUP TO COORDINATE DOCUMENTS; REVIEW RECEIVED LETTER, ETC. (0.6).
BELIN R	02/19/07	1.00	REVIEW DOCUMENTS FROM CLIENT; TELECONFERENCES WITH CLIENT RE: 4C DOCUMENTS AND HSR FILING (1.0).
BELIN R	02/20/07	6.80	REVIEW DOCUMENTS AND PLANNING FOR HSR FILING (6.8).
BELIN R	02/21/07	1.50	SPOKE WITH CLIENT ON VARIOUS ISSUES; REVIEWED DOCUMENTS (1.5).
BELIN R	02/26/07	1.80	REVIEW DOCUMENTS AND DRAFT FORM; CALLS RE: EXTENSION (1.8).
BELIN R	02/27/07	0.20	REVIEW DOCUMENTS RE: EXTENSION; CALLS (0.2).
BELIN R	02/28/07	0.20	REVIEW INFORMATION RE: CALLS (0.2).
		<b>14.80</b>	
BOLTON IS	02/01/07	9.40	CONTINUE TO INDEX DOCUMENTS PER SUBSIDIARY RE: DATA ROOM FOR PLAN INVESTORS (8.2); REVIEW PLAN INVESTORS' EDIT OF RESPONSE FOLLOWING TELECONFERENCE (1.2).
BOLTON IS	02/02/07	5.20	CONTINUE TO REVIEW DOCUMENTS AND UPDATE INDEX RE: DATA ROOM FOR PLAN INVESTORS (1.7); COMMUNICATE WITH CLIENT RE: SAME (0.8); COMMUNICATE WITH PLAN INVESTORS' COUNSEL RE: SAME (1.4); COMMUNICATE WITH WORKING GROUP RE: SAME (1.3).
BOLTON IS	02/04/07	1.60	CONTINUE TO REVIEW DOCUMENTS AND UPDATE INDEX RE: DATA ROOM FOR PLAN INVESTORS (1.0); COMMUNICATE WITH WORKING GROUP RE: SAME (0.6).
BOLTON IS	02/05/07	1.80	CONTINUE TO REVIEW DOCUMENTS AND UPDATE INDEX RE: DATA ROOM FOR PLAN INVESTORS (1.8).
BOLTON IS	02/06/07	9.10	CONTINUE TO REVIEW DOCUMENTS AND UPDATE INDEX RE: DATA ROOM FOR PLAN INVESTORS (3.8); COMMUNICATE WITH CLIENT RE: SAME (3.0); COMMUNICATE WITH WORKING GROUP RE: SAME (2.3).
BOLTON IS	02/07/07	9.20	CONTINUE TO REVIEW DOCUMENTS, UPDATE INDEX, AND POPULATE DATA ROOM RE: PHYSICAL DATA ROOM FOR PLAN INVESTORS (3.2); COMMUNICATE WITH CLIENT RE: SAME (2.2); DRAFT COVER LETTERS AND INDICES AND SEND OUT DOCUMENTS TO PLAN INVESTORS' COUNSEL RE: SAME (1.8); COMMUNICATE WITH WORKING GROUP RE: SAME (2.0).

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BOLTON IS	02/08/07	10.50	CONTINUE TO REVIEW DOCUMENTS AND UPDATE INDEX RE: DATA ROOM FOR PLAN INVESTORS (3.6); COMMUNICATE WITH WORKING GROUP RE: SAME (2.1); COMMUNICATE WITH CLIENT RE: SAME (2.8); COMMUNICATE WITH PLAN INVESTORS' COUNSEL RE: SAME (2.0).
BOLTON IS	02/09/07	9.20	CONTINUE TO REVIEW DOCUMENTS AND UPDATE INDEX RE: DATA ROOM FOR PLAN INVESTORS (3.9); COMMUNICATE WITH WORKING GROUP RE: SAME (2.1); COMMUNICATE WITH PLAN INVESTORS' COUNSEL RE: SAME (0.7); TELECONFERENCE WITH CLIENT AND WORKING GROUP RE: SAME (1.4); COMMUNICATE WITH CLIENT RE: SAME (1.1).
BOLTON IS	02/10/07	2.80	CONTINUE TO REVIEW DOCUMENTS AND UPDATE INDEX RE: DATA ROOM FOR PLAN INVESTORS (2.4); COMMUNICATE WITH WORKING GROUP RE: SAME (0.4).
		<b>58.80</b>	
FERN BM	02/02/07	0.20	REVIEW AND EVALUATE DILIGENCE REQUESTS RE: IT AGREEMENTS (0.2).
FERN BM	02/06/07	0.20	REVIEW STATUS OF OPEN DILIGENCE ISSUES (0.2).
FERN BM	02/09/07	0.90	REVIEW AND COMMENT ON LANGUAGE RE: HILCO AND KPMG LETTERS (0.4); REVIEW ISSUES AND FORMULATE STRATEGY RE: HILCO AND KPMG REPORT (0.5).
FERN BM	02/21/07	1.70	REVIEW AND UPDATE LETTER RE: KPMG REPORT (1.5); EMAIL TO W. TILOTTI RE: SAME (0.2).
FERN BM	02/22/07	0.40	REVIEW DOCUMENTS RE: KEY EVENTS IN HISTORY OF DELPHI (0.4).
FERN BM	02/27/07	0.30	ATTENTION TO ISSUES RE: KPMG REPORT (0.3).
		<b>3.70</b>	
GANITSKY DI	02/01/07	1.20	WORK ON DOCUMENTS REQUIRED BY EPCA (1.2).
GANITSKY DI	02/06/07	2.80	WORK ON NDA WITH THIRD PARTY INCLUDING DRAFTING SAME AND EDITING BASED ON INTERNAL COMMENTS AND COMMENTS FROM OTHER SIDE (2.8).
GANITSKY DI	02/07/07	0.80	WORK ON PREFERRED STOCK UNDER EPCA (0.8).
GANITSKY DI	02/08/07	0.70	WORK ON DRAFTING PREFERRED STOCK AS CONTEMPLATED BY EPCA (0.3); CONSIDERATION OF POSSIBLE MODIFICATIONS TO EPCA (0.4).
GANITSKY DI	02/11/07	1.60	REVIEW MATTERS RE: PREFERRED STOCK UNDER EPCA AS WELL AS ORGANIZATIONAL DOCUMENTS OF COMPANY EMERGING FROM BANKRUPTCY (1.6).

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GANITSKY DI	02/15/07	0.40	MATTERS RE: CHARTER AND BYLAWS OF DELPHI AFTER EMERGENCE (0.4).
GANITSKY DI	02/16/07	0.80	TELECONFERENCE RE: EPCA MATTERS AND FOLLOW UPS RE: SAME (0.8).
GANITSKY DI	02/19/07	6.80	WORK ON COVENANT COMPLIANCE TABLE UNDER EPCA (5.1); WORK ON DRAFTING AMENDMNET TO EPCA AND RELATED CORRESPONDENCE TO AMENDMENT (1.7).
GANITSKY DI	02/20/07	4.90	DISCUSSION WITH E. COCHRAN RE: EPCA AMENDMENT AS WELL AS TELECONFERENCES WITH CLIENT AND OTHER MEMBERS OF SKADDEN TEAM AS WELL AS DRAFTING OF SAME (2.2); REVISIONS TO AMENDMENT BASED ON COMMENTS OF CLIENT (1.4); CONTINUE TO WORK ON COVENANT COMPLIANCE TABLE (1.3).
GANITSKY DI	02/21/07	3.50	REVISE EPCA AMENDMENT AND CALLS RE: SAME BASED ON CALLS WITH AND COMMENTS FROM CLIENT AND SKADDEN TEAM (2.3); REVISE EPCA COVENANT COMPLIANCE TABLE BASED ON INTERNAL COMMENTS (1.2).
GANITSKY DI	02/23/07	3.50	REVIEW AND COMMENT ON EC ANTITRUST DOCUMENT (1.2); WORK ON POSSIBLE LETTER RE: EXTENSION OF ANTITRUST PERIOD UNDER EPCA AND TELECONFERENCE WITH CLIENT RE: SAME (0.8); REVIEW OF PROPOSAL FROM COMMITTEE (0.7); MATTERS RE: EPCA AMENDMENT AND STRATEGY RE: SAME (0.8).
GANITSKY DI	02/24/07	2.80	REVIEW PROPOSAL FROM EPCA AND WORK ON SUMMARY COMPARING SUCH OFFER TO PREVIOUS OFFERS WITH N. STUART (2.8).
GANITSKY DI	02/26/07	0.70	REVIEW AND COMMENT ON EUROPEAN ANTITRUST PAPER (0.7).
GANITSKY DI	02/27/07	8.50	MATTERS RE: EUROPEAN ANTITRUST PAPER (0.6); MATTERS RE: EPCA AMENDMENT INCLUDING TURNING OF SAME AND TELECONFERENCES RE: SAME INCLUDING INTERNAL SKADDEN CALLS, TELECONFERENCES WITH CLIENT AND TELECONFERENCES WITH OTHERS SIDE (7.9).
GANITSKY DI	02/28/07	5.00	MATTERS RE: EPCA AMENDMENT INCLUDING TELECONFERENCES WITH CLIENT AND OTHER SIDE AND SKADDEN TEAM AND REVISIONS TO SAME (5.0).
		<b>44.00</b>	
GUZZARDO J	02/06/07	7.30	DOCUMENT REVIEW IN CONNECTION WITH PLAN INVESTER DUE DILIGENCE (7.3).
GUZZARDO J	02/07/07	8.30	DOCUMENT REVIEW IN CONNECTION WITH PLAN INVESTOR DUE DILIGENCE (8.3).
GUZZARDO J	02/08/07	4.90	REVIEW DOCUMENTS IN CONNECTION WITH PLAN INVESTOR DUE DILIGENCE (4.9).



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GUZZARDO J	02/09/07	2.50	DOCUMENT REVIEW AND PRODUCTION COORDINATION FOR PLAN INVESTOR DUE DILIGENCE (2.5) .
GUZZARDO J	02/12/07	3.50	CONTINUE DOCUMENT REVIEW AND PRODUCTION COORDINATION FOR PLAN INVESTOR DUE DILIGENCE (3.5) .
GUZZARDO J	02/13/07	2.00	DOCUMENT REVIEW OF MATERIAL FOR INCLUSION IN PLAN INVESTOR DATA ROOM (2.0) .
GUZZARDO J	02/14/07	3.00	DOCUMENT REVIEW AND COORDINATION OF DOCUMENT GATHERING FOR PLAN INVESTOR DATA ROOM (3.0) .
GUZZARDO J	02/15/07	0.80	DOCUMENT REVIEW AND COORDINATION IN CONNECTION WITH PLAN INVESTOR DATA ROOM MATERIALS (0.8) .
GUZZARDO J	02/16/07	0.50	DOCUMENT REVIEW AND COORDINATION OF MATERIALS FOR PLAN INVESTOR DATA ROOM (0.5) .
GUZZARDO J	02/19/07	7.90	DOCUMENT GATHERING AND REVIEW OF MATERIALS FOR INCLUSION IN PLAN INVESTOR DATA ROOM (7.9) .
GUZZARDO J	02/20/07	2.50	DOCUMENT REVIEW AND PRODUCTION COORDINATION IN CONNECTION WITH PLAN INVESTOR DATA ROOM (2.5) .
GUZZARDO J	02/21/07	6.20	DOCUMENT REVIEW AND COORDINATION IN CONNECTION WITH PLAN INVESTOR DATA ROOM (6.2) .
GUZZARDO J	02/22/07	3.80	DOCUMENT REVIEW AND PRODUCTION COORDINATION FOR PLAN INVESTOR DATA ROOM (3.8) .
GUZZARDO J	02/23/07	3.70	DOCUMENT REVIEW AND PRODUCTION COORDINATION FOR PLAN INVESTOR DATA ROOM. (3.7) .
GUZZARDO J	02/24/07	3.90	DOCUMENT REVIEW AND CREATION OF BINDERS FOR PLAN INVESTOR DATA ROOM (3.9) .
GUZZARDO J	02/26/07	4.70	DOCUMENT REVIEW AND COORDINATION OF PRODUCTION OF BINDERS FOR PLAN INVESTOR DATA ROOM (4.7) .
GUZZARDO J	02/27/07	5.60	DOCUMENT REVIEW AND PRODUCTION COORDINATION IN CONNECTION WITH PLAN INVESTOR DATA ROOM (5.6) .
GUZZARDO J	02/28/07	2.20	DOCUMENT REVIEW AND PRODUCTION COORDINATION OF BINDERS FOR PLAN INVESTOR DATA ROOM (2.2) .
		<b>73.30</b>	
HALPER A	02/01/07	8.70	DRAFT SERIES B CERTIFICATE OF DESIGNATIONS (6.5); REVIEW OLD CERTIFICATE OF INCORPORATION TO ENSURE CONGRUENCE WITH SERIES B CERTIFICATE OF DESIGNATIONS (2.2) .

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HALPER A	02/02/07	1.30	REVISE CERTIFICATE OF DESIGNATIONS (1.3) .
HALPER A	02/07/07	0.40	REVISE SERIES B CERTIFICATE OF DESIGNATIONS ACCORDING TO PROPOSED CHANGES (0.4) .
HALPER A	02/08/07	1.20	REVIEW COMMENTS ON SERIES B CERTIFICATE OF DESIGNATION AND REVISE DRAFT (1.2) .
HALPER A	02/15/07	1.00	REVIEW CHARTER AND BYLAWS OF DELPHI AND COMPARE AGAINST SIMILAR CHARTER DOCUMENTS TO PREPARE COMPARISON CHART (1.0) .
HALPER A	02/21/07	1.20	REVIEW CHART ON CHARTER AND BYLAWS (1.2) .
HALPER A	02/28/07	1.10	REVIEW CHART COMPARING PROVISIONS IN CERTIFICATES OF INCORPORATION IN COMPANIES EMERGING FROM BANKRUPTCY (1.1) .
		<b>14.90</b>	
HARDIN AS	02/08/07	5.60	WORKING GROUP TELECONFERENCE RE: PLAN ISSUES (1.1) ; RESERACH ISSUE RELATED TO CREDITOR RECOVERIES (4.5) .
HARDIN AS	02/09/07	5.50	RESEARCH ISSUES RELATED TO CONSTITUENT RECOVERIES (5.5) .
HARDIN AS	02/13/07	2.90	PREPARE MATERIALS RE: STRATEGIC ALTERNATIVES (2.9) .
HARDIN AS	02/21/07	0.70	RESEARCH QUESTION RELATED TO FRAMEWORK DOCUMENT IMPLEMENTATION (0.7) .
HARDIN AS	02/23/07	0.90	REVIEW DOCUMENTS RELATED TO PLAN PROPOSAL (0.9) .
HARDIN AS	02/24/07	1.90	REVIEW AND COMMENT ON ALTERNATIVE INVESTMENT PROPOSAL (1.9) .
HARDIN AS	02/28/07	1.10	TELECONFERENCE WITH B. RESNICK RE: AGREEMENTS RELATED TO PLAN (0.2) ; DRAFT EMAIL TO B. RESNICK RE: SAME (0.2) ; REVIEW AMENDMENT TO EPCA AND PREPARE REVISED VOLUME OF FRAMEWORK AGREEMENTS (0.7) .
		<b>18.60</b>	
LAZAROVA NF	02/01/07	3.90	E-MAIL CORRESPONDENCE WITH THE KOREAN COUNSEL RE: FILING REQUIREMENTS (0.8) ; E-MAIL CORRESPONDENCE WITH THE ARGENTINEAN COUNSEL RE: CONFLICT CLEARANCE, FILING DEADLINE AND REQUIREMENTS IN ARGENTINA (1.1) ; CONFERENCE WITH T. LOUKO RE: STATUS AND COMMENTS TO THE UPDATED JURISDICTIONAL ANALYSIS (0.4) ; E-MAIL CORRESPONDENCE WITH M. FUKUDA RE: UPDATED ANALYSIS AND DELPHI FY2005 REVENUE DATA (1.2) ; E-MAIL CORRESPONDENCE WITH THE MEXICAN COUNSEL RE: CONFLICT CLEARANCE (0.4) .

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

LAZAROVA NF	02/02/07	4.30	REVIEW AND ANALYZE DANA'S PRODUCT INFORMATION PROVIDED BY K. SZYMCHAK (1.5); CONFERENCE WITH T. LOUKO RE: SAME (0.2); E-MAIL CORRESPONDENCE WITH THE ARGENTINEAN LOCAL COUNSEL RE: FILING REQUIREMENTS (0.7); TELECONFERENCE AND E-MAIL CORRESPONDENCE WITH R. BERRY RE: FILING IN ARGENTINA AND MEXICO (0.8); E-MAIL CORRESPONDENCE WITH C. MARTIN RE: OUTSTANDING TURKISH DATA (0.6); TELECONFERENCE WITH THE TURKISH COUNSEL RE: FILING REQUIREMENTS (0.5).
LAZAROVA NF	02/05/07	5.80	CONFERENCE WITH T. LOUKO RE: STATUS AND TASKS (0.3); REVIEW AND COMMENT TO RESPONSE TO THE DATA REQUEST FROM THE BRAZILIAN COMPETITION AUTHORITY (0.7); E-MAIL CORRESPONDENCE WITH THE BRAZILIAN COUNSEL RE: SAME (0.5); E-MAIL CORRESPONDENCE WITH C. MARTIN RE: TURKEY - RELATED DATA (0.4); CONFERENCE WITH H. HUSER RE: SAME (0.2); TELECONFERENCE WITH THE OUTSIDE COUNSEL OF CERBERUS AND APPALOOSA RE: ANTI-TRUST FILINGS (1.3); E-MAIL CORRESPONDENCE WITH THE TURKISH COUNSEL RE: CLARIFICATION OF THE TURKISH ANTI-TRUST THRESHOLDS RELEVANT TO THE DELPHI TRANSACTION (0.9); E-MAIL CORRESPONDENCE AND TELECONFERENCE WITH THE UKRAINIAN COUNSEL RE: THE POSSIBILITY OF AVOIDING FILING IN UKRAINE (1.0); E-MAIL CORRESPONDENCE AND TELECONFERENCE WITH K. SZYMCHAK RE: VERTICAL RELATIONSHIP WITH DANA CORPORATION (0.5).
LAZAROVA NF	02/06/07	5.10	TELECONFERENCE AND E-MAIL CORRESPONDENCE WITH THE SOUTH KOREAN COUNSEL RE: TRANSACTION STRUCTURE AND FILING REQUIREMENTS (0.8); TELECONFERENCE WITH K. SZYMCHAK RE: VERTICAL RELATIONSHIPS WITH DANA CORPORATION (0.5); PREPARE A CHART WITH PRODUCTS PURCHASED BY DELPHI FROM DANA (1.6); E-MAIL CORRESPONDENCE WITH K. SZYMCHAK RE: SAME (0.4); TELECONFERENCE WITH R. BERRY RE: FILINGS IN ARGENTINA AND MEXICO (0.4); E-MAIL CORRESPONDENCE WITH A. CIERO RE: ARGENTINEAN FILING AND DELPHI TRANSACTION DOCUMENTS (0.5); CONFERENCE WITH T. LOUKO RE: STATUS AND NEXT STEPS (0.3); UPDATE THE LIST OF ANTI-TRUST COUNSEL (0.6).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

LAZAROVA NF	02/07/07	5.20	TELECONFERENCE WITH A. HARDIN RE: STRUCTURE OF THE TRANSACTION AND TIMING (0.4); E-MAIL CORRESPONDENCE WITH K. SZYMCAK RE: VERTICAL RELATIONSHIP BETWEEN DELPHI AND DANA (0.5); TELECONFERENCE WITH THE UKRAINIAN COUNSEL RE: FILING REQUIREMENTS IN UKRAINE (0.5); TELECONFERENCE WITH THE CANADIAN COUNSEL RE: FILING REQUIREMENTS IN CANADA (0.4); TELECONFERENCE WITH THE SOUTH KOREAN COUNSEL RE: TRANSACTION STRUCTURE (0.5); TELECONFERENCE AND E-MAIL CORRESPONDENCE WITH DELPHI'S MEXICAN COUNSEL RE: FILING IN MEXICO (0.6); TELECONFERENCE WITH THE SOUTH KOREAN COUNSEL RE: TRANSACTION STRUCTURE (0.3); TELECONFERENCE AND E-MAIL CORRESPONDENCE WITH DELPHI'S MEXICAN COUNSEL RE: FILING IN MEXICO (0.4); TELECONFERENCE AND E-MAIL CORRESPONDENCE WITH THE RUSSIAN COUNSEL RE: RUSSIAN FILING REQUIREMENTS (0.3); PREPARE A CHART WITH PRODUCTS PURCHASED BY DANA FROM DELPHI (1.2); CONFERENCE WITH H. HUSER RE: STATUS (0.1) .
LAZAROVA NF	02/08/07	6.30	E-MAIL CORRESPONDENCE WITH THE UKRAINIAN COUNSEL RE: FILING REQUIREMENTS (0.5); TELECONFERENCE WITH J. BORUM RE: TRANSACTION DOCUMENTS (0.4); E-MAIL CORRESPONDENCE WITH THE ARGENTINEAN COUNSEL RE: TRANSACTION STRUCTURE AND FILING REQUIREMENTS (0.5); E-MAIL CORRESPONDENCE WITH THE MEXICAN COUNSEL RE: SAME (0.4); CONTINUE REVIEWING DOCUMENTS ON RELATIONSHIPS BETWEEN DELPHI CORPORATION AND DANA (1.5); TELECONFERENCE AND E-MAIL CORRESPONDENCE WITH THE TURKISH COUNSEL RE: FILING REQUIREMENTS IN TURKEY (0.6); TELECONFERENCE WITH C. MARTIN RE: TURKEY - SPECIFIC DATA (0.4); TELECONFERENCE WITH THE OUTSIDE COUNSEL OF CEBERUS AND APPOLOOSA RE: FILINGS TRIGGERED BY THE DELPHI TRANSACTION (1.0); E-MAIL CORRESPONDENCE WITH THE RUSSIAN COUNSEL RE: FILING IN RUSSIA (0.5); E-MAIL CORRESPONDENCE WITH THE JAPANESE COUNSEL RE: JAPANESE FILING REQUIREMENTS; CONFERENCE WITH H. HUSER RE: STATUS (0.5)).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

LAZAROVA NF	02/09/07	4.90	TELECONFERENCES AND E-MAIL CORRESPONDENCE WITH THE SOUTH KOREAN LOCAL COUNSEL RE: TRANSACTION STRUCTURE AND FILING REQUIREMENTS (1.4); E-MAIL CORRESPONDENCE WITH A. HARDIN RE: TRANSACTION STRUCTURE (0.5); REVIEW AND ANALYZE VIS-A VIS THE TRANSACTION DOCUMENTS EQUITY SCENARIO CHARTS PREPARED BY APPALOOSA'S OUTSIDE COUNSEL (1.2); TELECONFERENCE WITH THE CANADIAN LOCAL COUNSEL RE: FILING REQUIREMENT IN CANADA (0.5); TELECONFERENCE WITH B. ANG RE: FILING IN SOUTH KOREA AND TIMING (0.4); TELECONFERENCE WITH M. FUKUDA RE: NON-US MERGER CONTROL FILINGS AND NEXT STEPS (0.4); E-MAIL CORRESPONDENCE WITH THE SOUTH KOREAN COUNSEL RE: UPDATED EQUITY SCENARIOS CHARTS (0.5).
LAZAROVA NF	02/12/07	5.10	TELECONFERENCE AND E-MAIL CORRESPONDENCE WITH THE SOUTH KOREAN COUNSEL RE: TIMING OF THE SOUTH KOREAN FILING (0.5); CONFERENCE WITH T. LOUKO RE: SAME AND STATUS (0.3); TELECONFERENCE WITH THE TURKISH COUNSEL RE: DATA REQUIRED IN ORDER TO DETERMINE WHETHER A FILING IN TURKEY IS MANDATORY (0.4); TELECONFERENCE WITH K. ERMAN AND T. LOUKO RE: SAME (0.3); TELECONFERENCE WITH THE OUTSIDE COUNSEL OF CERBERUS AND APPALOOSA RE: FILINGS REQUIRED AND ACTION PLAN (1.0); CONFERENCE WITH H. HUSER AND T. LOUKO RE: CONTROL FOR ECMR PURPOSES (0.1); UPDATE THE JURISDICTIONAL FILING ANALYSIS (1.8); E-MAIL CORRESPONDENCE WITH M. FUKUDA RE: SAME (0.3); E-MAIL CORRESPONDENCE WITH THE UKRAINIAN COUNSEL RE: THE POSSIBLE EQUITY SCENARIOS (0.4).
LAZAROVA NF	02/13/07	4.60	TELECONFERENCE AND E-MAIL CORRESPONDENCE WITH THE TURKISH COUNSEL RE: FILING IN TURKEY (0.7); PREPARE A SUMMARY OF OVERLAPS BETWEEN DELPHI AND DANA (2.8); CONFERENCE WITH T. LOUKO RE: SAME (0.3); E-MAIL CORRESPONDENCE WITH THE MEXICAN COUNSEL RE: PREPARING THE NOTIFICATION IN MEXICO (0.4); E-MAIL CORRESPONDENCE WITH R. BERRY RE: FILING IN ARGENTINA (0.4).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

LAZAROVA NF	02/14/07	4.30	CONFERENCE WITH T. LOUKO RE: STATUS AND TASKS (0.3); TELECONFERENCE WITH THE COUNSEL OF CERBERUS AND APPALOOSA RE: CONTROL FOR ECMR PURPOSES (1.3); E-MAIL CORRESPONDENCE WITH R. BERRY RE: FILINGS IN ARGENTINA AND MEXICO (0.7); E-MAIL CORRESPONDENCE WITH M. FUKUDA RE: SUMMARY OF OVERLAPS IN THE ACTIVITIES OF DELPHI AND DANA (0.6); CONFERENCE WITH T. LOUKO RE: SAME (0.3); TELECONFERENCE WITH M. FUKUDA RE: FILINGS IN RELATION TO THE TRANSACTION AND STRATEGY (0.4); TELECONFERENCE AND E-MAIL CORRESPONDENCE WITH THE CANADIAN COUNSEL RE: CANADIAN FILING REQUIREMENTS (0.7).
LAZAROVA NF	02/15/07	6.70	E-MAIL CORRESPONDENCE WITH THE CANADIAN COUNSEL RE: DELPHI'S ACTIVITIES IN CANADA AND POSITION OF THE COUNSEL OF CERBERUS RE: FILING (0.6); E-MAIL CORRESPONDENCE WITH M. FUKUDA RE: SAME (0.4); UPDATE THE LIST OF COUNSEL OF DELPHI AND CIRCULATE THE DOCUMENT TO M. FUKUDA AND COUNSEL OF CERBERUS AND APPALOOSA (0.8); E-MAIL CORRESPONDENCE WITH THE UKRAINIAN COUNSEL RE: FILING REQUIREMENTS IN UKRAINE (0.7); TELECONFERENCE WITH THE COUNSEL OF CERBERUS AND APPALOOSA RE: ECMR AND OTHER FILINGS AND STRATEGY (1.2); CONFERENCE WITH T. LOUKO RE: SAME (0.3); TELECONFERENCE WITH M. FUKUDA RE: STRATEGY AND NEXT STEPS (0.4); E-MAIL CORRESPONDENCE WITH A. HARDIN RE: FAX TO BE SUBMITTED TO THE EUROPEAN COMMISSION (0.6); REVIEW AND COMMENT ON THE DRAFT FAX (1.1); E-MAIL CORRESPONDENCE WITH M. MENKHAUS RE: SAME (0.6).
LAZAROVA NF	02/16/07	2.50	CONFERENCE WITH THE CANADIAN COUNSEL RE: MEETING WITH THE CANADIAN COUNSEL OF CERBERUS AND APPALOOSA (0.4); E-MAIL CORRESPONDENCE WITH J. BORUM RE: FAX TO THE EUROPEAN COMMISSION ON THE ISSUE OF JOINT CONTROL (0.5); REVIEW RELEVANT COMMISSION CASE LAW (1.6).
LAZAROVA NF	02/19/07	3.20	REVIEW AND ANALYZE MEMORANDUM ON RUSSIAN MERGER CONTROL RULES PREPARED BY THE COUNSEL OF CERBERUS (0.7); REVIEW AND PROVIDE COMMENTS TO THE BRIEFING PAPER PREPARED BY CERBERUS' COUNSEL DESCRIBING THE TRANSACTION STRUCTURE TO THE EUROPEAN COMMISSION (1.0); E-MAIL CORRESPONDENCE WITH A. HARDIN RE: SAME (0.2); E-MAIL CORRESPONDENCE WITH M. FUKUDA RE: SAME (0.4); E-MAIL CORRESPONDENCE WITH THE ARGENTINEAN COUNSEL RE: FILING IN ARGENTINA (0.5); E-MAIL CORRESPONDENCE WITH THE MEXICAN COUNSEL RE: MEXICAN FILING (0.4).

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LAZAROVA NF	02/20/07	4.20	TELECONFERENCE WITH T. IOANES RE: PRODUCTS SOLD BY DANA TO DELPHI (0.7); E-MAIL CORRESPONDENCE WITH T. IOANES RE: SAME (0.5); TELECONFERENCE WITH M. FUKUDA RE: STATUS (0.4); TELECONFERENCE WITH THE COUNSEL OF CERBERUS AND APPALOOSA RE: BRIEFING PAPER TO THE EUROPEAN COMMISSION AND JURISDICTIONAL FILINGS (1.1); CONFERENCE WITH T. LOUKO RE: SAME (0.3); UPDATE THE SUMMARY OF DANA AND DELPHI OVERLAPS BASED ON CONVERSATION WITH T. IOANES (0.7); E-MAIL CORRESPONDENCE WITH C. MARTIN AND K. ERMAN RE: TURKEY - RELATED DATA (0.5).
LAZAROVA NF	02/21/07	3.60	E-MAIL CORRESPONDENCE WITH THE CANADIAN COUNSEL RE: ACTIVATES OF DELPHI IN CANADA (0.7); TELECONFERENCE AND E-MAIL CORRESPONDENCE WITH A. HARDIN RE: COMMENTS TO THE EC BRIEFING PAPER (0.8); CONFERENCE WITH T. LOUKO RE: SAME (0.3); E-MAIL CORRESPONDENCE WITH FRESHFIELDS RE: COMMENTS AND SUBMISSION OF THE EC BRIEFING PAPER (0.7); E-MAIL CORRESPONDENCE WITH M. FUKUDA RE: SAME (0.5); REVIEW COMMENTS TO THE PAPER BY THE COUNSEL OF CERBERUS (0.6).
LAZAROVA NF	02/22/07	4.10	TELECONFERENCE WITH THE COUNSEL OF CERBERUS AND APPALOOSA RE: EC BRIEFING PAPER AND VARIOUS ANTITRUST FILINGS (1.2); E-MAIL CORRESPONDENCE WITH CERBERUS' COUNSEL RE: OVERLAPS BETWEEN DELPHI AND DANA (0.6); E-MAIL CORRESPONDENCE WITH THE CANADIAN COUNSEL RE: CANADIAN FILING (0.8); E-MAIL CORRESPONDENCE WITH A. HARDIN RE: EC BRIEFING PAPER (0.7); TELECONFERENCE WITH B. MENKHAUS RE: COMMENTS TO THE EC BRIEFING PAPER (0.8).
LAZAROVA NF	02/23/07	2.50	E-MAIL CORRESPONDENCE WITH M. FUKUDA RE: COMMENTS TO THE EC BRIEFING PAPER BY DELPHI (0.5); E-MAIL CORRESPONDENCE AND TELECONFERENCE WITH A. HARDIN RE: COMMENTS TO THE EC BRIEFING PAPER BY SKADDEN CORPORATE LAWYERS (0.8); E-MAIL CORRESPONDENCE AND TELECONFERENCE WITH M. FUKUDA RE: REASONS FOR DELPHI'S PARTICIPATION IN THE SUBMISSION OF THE EC BRIEFING PAPER TO THE EUROPEAN COMMISSION (1.0); CONFERENCE WITH H. HUSER RE: SAME (0.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

LAZAROVA NF	02/26/07	4.70	REVIEW AND ADDRESS COMMENTS TO THE EC BRIEFING PAPER PROVIDED BY DELPHI AND SKADDEN NEW YORK (0.6); E-MAIL CORRESPONDENCE WITH FRESHFIELDS RE: SAME (0.5); E-MAIL CORRESPONDENCE WITH K. ERMAN RE: TURKISH FILING (0.7); E-MAIL CORRESPONDENCE WITH TURKISH COUNSEL RE: SAME (0.5); TELECONFERENCE WITH FRESHFIELDS RE: COMMENTS TO THE EC BRIEFING PAPER (0.4); TELECONFERENCE WITH THE COUNSEL OF CERBERUS AND APPALOOSA RE: EC BRIEFING PAPER AND NATIONAL FILINGS (1.2); E-MAIL CORRESPONDENCE WITH A. HARDIN AND M. FUKUDA RE: COMMENTS TO THE EC BRIEFING PAPER (0.5); CONFERENCE WITH H. HUSER RE: SAME (0.3).
LAZAROVA NF	02/27/07	4.50	TELECONFERENCE WITH K. ERMAN, T. LOUKO AND DELPHI'S OUTSIDE COUNSEL FOR TURKEY RE; DATA REQUIRED IN ORDER TO DETERMINE WHETHER A FILING IN TURKEY IS REQUIRED (1.1); TELECONFERENCE WITH A. OZCAN RE: WIRING HARNESS SALES AND SHARED OF DELPHI IN TURKEY (0.6); E-MAIL CORRESPONDENCE AND TELECONFERENCE WITH THE TURKISH COUNSEL RE: SAME (0.9); E-MAIL CORRESPONDENCE WITH C. MARTIN RE: ADDITIONAL TURKEY RELATED DATA REQUIRED (0.6); E-MAIL CORRESPONDENCE WITH A. HARDIN RE: COMMENTS TO THE EC BRIEFING PAPER (0.8); E-MAIL CORRESPONDENCE WITH M. FUKUDA RE: SAMEM (0.5).
LAZAROVA NF	02/28/07	5.40	E-MAIL CORRESPONDENCE WITH A. HARDIN RE: EC BRIEFING PAPER (0.3); REVIEW SKADDEN NEW YORK'S COMMENTS TO EC BRIEFING PAPER (0.2); TELECONFERENCE WITH FRESHFIELDS RE: SAME (0.5); TELECONFERENCE AND E-MAIL CORRESPONDENCE WITH K. ERMAN RE: DELPHI WIRING HARNESS SHARES IN TURKEY (0.9); CONFERENCE WITH T. LOUKO RE: STATUS AND NEXT STEPS (0.3); E-MAIL CORRESPONDENCE WITH THE TURKISH COUNSEL RE: DELPHI'S SHARES IN TURKEY (1.1); TELECONFERENCE WITH A. HARDIN AND B. MENKHAUS RE: REVISIONS OF THE FINAL EC BRIEFING PAPER (1.6); E-MAIL CORRESPONDENCE WITH FRESHFIELDS RE: SAME (0.5).
		90.90	
LEDERER J.	02/09/07	0.80	REVIEW DILIGENCE LIST MASTER INDEX AND JV INDEX (0.8).
LEDERER J.	02/12/07	2.00	UPDATE DATA ROOM MASTER INDEX (0.4); READ SUB-INDEXES TO DETERMINE CONTENTS THEREOF (0.5); UPDATE MASTER INDEX WITH INCORPORATION DOCS FROM GERMANY, SPAIN AND FRANCE (0.6); UPDATE ANCILLARY CHARTS TO REFLECT NEW INCORPORATION DOCS (0.5).



SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

LEDERER J.	02/14/07	5.30	REVIEW INDEX OF IT AGREEMENTS (0.5); CREATE INDEX OF IT AGREEMENTS (3.0); READ REVIEW, AND INDEX ORGANIZATION DOCUMENTS (1.8) .
LEDERER J.	02/15/07	7.70	REVIEW IT AGREEMENTS FOR CONFIDENTIAL MATERIALS AND OTHER PRIVILEGED INFORMATION (2.1); CONTINUE REVIEW OF IT AGREEMENTS FOR CONFIDENTIAL INFORMATION (1.5); CREATE INDEX OF AGREEMENTS CONTAINING CONFIDENTIAL INFORMATION OR PROVISIONS (0.6); REVIEW AND ANALYZE GOVERNMENT CONTRACT DOCUMENTS (0.8); INDEX GOVERNMENT CONTRACT DOCUMENTS (1.5); REVIEW INDEX OF INTER-COMPANY LOANS PROVIDED BY DELPHI (0.6); CREATE INDEX OF INTER-COMPANY LOANS REFLECTING NAMES OF PARTIES ONLY (0.6) .
LEDERER J.	02/16/07	8.60	COMMUNICATION WITH M. MCGANN RE: SITE VISIT TO TROY, MI DELPHI HQ (0.4); UPDATE IT INDEX (0.8); UPDATE/EDIT MASTER DATA ROOM INDEX (1.0); REVIEW INTER-COMPANY LOAN AGREEMENT FILES (0.8); UPDATE MASTER INDEX TO INCLUDE ALL THE IT AGREEMENTS (0.5); REVIEW IT AGREEMENTS FOR ENTRY INTO NY DATA ROOM (SCREEN FOR CONFIDENTIALITY AND PRIVILEGED INFORMATION (1.8); OBTAIN BOD DOCUMENTS (0.4); REVIEW BOD DOCUMENTS (2.1); INDEX BOD DOCUMENTS (0.8) .
LEDERER J.	02/17/07	3.90	REVIEW IT AGREEMENTS WITH CONFIDENTIALITY PROVISIONS AND CREATE INDEX THEREOF (0.5); REVIEW IT AGREEMENTS SECTIONS ON CONFIDENTIALITY (1.2); SUMMARIZE CONFIDENTIALITY PROVISIONS OF ALL IT AGREEMENTS (1.5); EDIT IT AGREEMENT CONFIDENTIALITY INDEX (0.4); UPDATE BOD MATERIAL INDEX WITH ELECTRONIC BOD FILES (0.3) .
LEDERER J.	02/18/07	1.00	UPDATE MASTER INDEX WITH NEW ORGANIZATIONAL DOCUMENTS (1.0) .

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LEDERER J.	02/19/07	12.70	REVIEW BOD MANAGEMENT PRESENTATION MATERIALS FOR DUE DILIGENCE (0.5); COMPLETE SUMMARY OF CONFIDENTIALITY PROVISIONS IN LICENSE AGREEMENTS (2.0); REVIEW SET OF IT AGREEMENTS TO BE PLACED INTO NY DATA ROOM (1.0); REVIEW FINAL CONFIDENTIALITY DOCUMENTS (0.5); UPDATE SUBSIDIARY DOCUMENT INDEX WITH MISSING CORPORATE DATA SHEETS (0.8); UPDATE JV UNDEX (0.6); FINALIZE REVIEW OF IT AGREEMENTS TO BE PLACED IN NY DATA ROOM, INDEX, AND REDACT (2.8); REVIEW FINAL SET OF AGREEMENTS FOR CONFIDENTIALITY PROVISIONS (1.0); UPDATE FOREIGN ENTITIES INDEX (0.8); UPDATE AND INDEX ORGANIZATIONAL DOCUMENTS (0.8); REDACT AOL LICENSING AGREEMENT (0.5); UPDATE ALL SUB-INDEXES OF DOCUMENTS CONTAINED IN THE DATA ROOM (1.0); INDEX NEW 1.1 DOCUMENTS (0.2); WORK WITH NDA'S TO PROVIDE IN NY DATA ROOM (0.2).
LEDERER J.	02/20/07	4.30	REVIEW APPALOOSA NDA (0.2); INDEX NEW 1.1 ORG DOCUMENTS (0.2); REVIEW INDEXES AND BLACKLINES FOR PLACEMENT IN NY DATA ROOM (0.2); MEET VISITING ATTORNEYS FROM MILBANK AND WHITE AND CASE (0.8); REVIEW DELPHI DOCKET (0.2) MONTIOR DATA ROOM, ANSWER QUESTIONS FROM VISITING ATTORNEYS (0.6); UPDATE 1.1 DOCUMENTS IN MASTER INDEX (0.8); RETURN ORIGINAL BOD DOCUMENTS AND PRESENTATIONS (0.2); UPDATE BOD MATERIALS (0.5); COORDINATE BOD DOCUMENT DELIVERY (0.6).
LEDERER J.	02/21/07	13.10	COMMUNICATION WITH P. JABBOUR (MILBANK) AND P. SOLIMINE (WHITE AND CASE) RE: NEW DOCUMENTS PLACED INTO DATA ROOM (0.5); REVIEW AND ORGANIZE 4.5 DOCUMENTS PERTAINING TO DELPHI LICENSE AGREEMENTS (3.0); REVIEW DELPHI DOCKET (0.2); READ ENTIRE SET OF 4.5 LICENSE DOCUMENTS FOR CONFIDENTIALITY PROVISIONS (2.0); CREATE CHART LISTING THOSE 4.5 DOCUMENTS WITH CONFIDENTIALITY PROVISIONS (1.0); INDEX HUMAN RESOURCES DOCUMENTS AND READ SAME (0.4); DRAFT EMAIL TO T. TWOMEY ABOUT PROPOSED TREATMENT OF DOCUMENTS (0.4); REDACT CONFIDENTIAL PORTIONS OF DOCUMENTS IN BOD MANAGEMENT PRESENTATIONS (1.0); REVIEW EXCEL SPREADSHEET HIGHLIGHTING TOP TEN LICENSE AGREEMENTS BY REVENUE TO ENSURE THEY WERE ALSO PROVIDED IN 26 GOING INTO THE DATA ROOM (0.8); MEET S. POSTON (DELPHI) AND B. FRANTANGELO (DELPHI) DISCUSSION OF MATERIALS TO BE PROVIDED BY COMPANY (1.0); OVERSEE DATA ROOM, COMMUNICATION WITH VISITING ATTORNEYS (0.4); REVIEW CONTENTS OF DAS ORGANIZATION BINDER (1.5); UPDATE MASTER DATA ROOM INDEX (0.4); REVIEW 3.1 DOCUMENTS FOR MISSING ITEMS (0.5).

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LEDERER J.	02/22/07	12.30	COORDINATE BOD MANAGEMENT PRESENTATION BINDERS (0.5); PREPARE INDEX FOR DATA ROOM (0.5); REDACT BOD MATERIALS (0.5); DISCUSSION WITH J. WILLIAMS RE: STATUS OF LICENSE AGREEMENTS (0.4); DISCUSSION WITH P. JABBOUR AND P. SOLIMINE RE: PROCESS MADE IN REVIEWING NEW FILES PLACED INTO THE DATA ROOM (0.4); DISCUSSION WITH N. WALLACE (DELPHI) RE: 2006 Y/E OFFICER QUESTIONNAIRES (0.4); REVIEW 2006 Y/E OFFICER QUESTIONNAIRES (0.6); REDACT REMAINDER OF BOD MANAGEMENT PRESENTATION CONTAINED IN BINDER 1 OF 3 (2.0); REDACT BOD MANAGEMENT PRESENTATIONS BINDER 2 OF 3 (2.0); REVIEW AND ANALYZE DIRECTOR QUESTIONNAIRES 2006 Y/E (3.2); COORDINATE DATA ROOM, DISCUSSION WITH VISITING ATTORNEYS (0.4); PROVIDE DOCUMENTS AND FILES FOR REVIEW (1.4).
LEDERER J.	02/23/07	6.40	REVIEW MILBANK HUMAN RESOURCES DOCUMENT REQUEST (2.0); REVIEW AND ANALYZE CONTENTS OF CD (5500 FORMS) IN CONJUNCTION WITH REVIEW OF WHITE AND CASE HR DOC REQUEST (2.0); DISCUSSION WITH B. FRANTAGENLO RE: WHITE AND CASE HR DOCUMENT REQUEST AND BATES STAMPING OF DOCUMENTS (0.4); COMPLETE REVIEW AND COMPARISON OF ORIGINAL FORM 5500 CD WHITE CD PRODUCED BY DELPHI IN CONJUNCTION WITH W&C HR DOCUMENT REQUEST (1.0); BEGIN REVIEW OF EXCEL SPREADSHEET CONTAINING LISTING OF FOREIGN SUBS (1.0).
LEDERER J.	02/26/07	6.80	SUPERVISE BREAKDOWN OF NY IT AGREEMENT DATA ROOM (0.5); ANALYZE NAME COMPARISON CHART AND ENTITY NAMES (1.0); COMMUNICATION WITH B. FRANTANGELO RE: HR REQUEST (0.4); FOLLOWUP WITH M. ERIKSEN (DELPHI) RE: FOREIGN ENTITY NAMES (0.4); DAS BINDER FOLLOWUP (0.4); COORDINATION OF IT AGREEMENTS (0.6); REDACT D&O QUESTIONNAIRES (3.0); REVIEW D&O QUESTIONNAIRES AND INDEX THEM (0.5).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

LEDERER J.	02/27/07	10.70	REVIEW CD CONTAINING FORM 5500 HR DOCUMENTS (1.0); COMMUNICATION WITH B. FRANTANGELO RE: HR CD'S (0.4); READ D&O QUESTIONNAIRES (1.0); MEET WITH S. POSTON RE: NEW DOCUMENTS FOR DATA ROOM (0.4); REVIEW BOD BINDER 3 TO UPDATE FOR INSERTION IN DATA ROOM (0.4); UPDATE ORG DOCUMENT EXHIBITS (0.5); UPDATE FOREIGN ENTITY NAME CHART (0.4); PERFORM DATA ROOM CHECK AND REVIEW JV AGREEMENTS INCLUDED THEREIN (0.5); REDACT D&O QUESTIONNAIRES PER COMMENTS BY M. PERL (1.0); REVIEW NEW JV FOREIGN DOCUMENTS AND EXHIBITS FOR CONFIDENTIALITY (2.2); REVIEW BOD BINDER BEFORE PLACING IN DATA ROOM (0.8); READ FOREIGN JV AGREEMENTS FOR THEIR CONFIDENTIALITY PROVISIONS (0.6); CREATE INDEX (1.0); UPDATE CHART REFLECTING CONFIDENTIALITY PROVISIONS IN MATERIAL LICENSING AGREEMENTS (0.5).
LEDERER J.	02/28/07	9.10	POPULATE DATA ROOM WITH NEW DOCUMENTS (0.6); INDEX NEW ORG DOCUMENTS (0.4); REVIEW W&C CD'S FOR HR REQUEST (0.8); UPDATE ALL SUB INDEXES TO REFLECT NEW DOCUMENTS (0.4); REVIEW OF ATTACHMENTS TO NEW JV'S (0.4); REVIEW DELPHI DOCKET (0.2); UPDATE ALL SUB INDEXES (0.5); UPDATE MASTER INDEX (0.4); INDEX ADDITIONAL ORG DOCUMENTS (0.4); UPDATE MATERIAL LICENSING AGREEMENT CONFIDENTIALITY CHART (1.0); COMMUNICATION WITH K. GOLDENBERG AND DATA ROOM CHECK (0.4); COMMUNICATION WITH M. MCGUIRE RE: MEETING ON CONFIDENTIALITY POLICY GOING FORWARD (0.4); REDACT JV EXHIBITS AND SCHEDULES (1.2); REVIEW TRANSPORTATION AGREEMENTS FOR CONFIDENTIALITY PROVISIONS (1.0); REVIEW IP AGREEMENT COPY REQUEST (1.0).
		<b>104.70</b>	
LOUKO T	02/02/07	1.50	PREPARE NON-US ANTITRUST MERGER FILINGS (1.5).
LOUKO T	02/05/07	2.90	PREPARE NON-US ANTITRUST ANALYSIS (2.9).
LOUKO T	02/06/07	2.20	TELECONFERENCE WITH K. CHIMZACK; PREPARE NON-US ANTITRUST ANALYSIS (2.2).
LOUKO T	02/12/07	5.80	PREPARE ANTITRUST MERGER FILING ANALYSIS (5.8).
LOUKO T	02/14/07	5.40	PREPARE NON-US ANTITRUST NOTIFICATIONS (5.4).
LOUKO T	02/15/07	2.80	PREPARE NON-US ANTITRUST NOTIFICATIONS (2.8).
LOUKO T	02/16/07	0.60	PREPARE A NOTE TO THE EC COMMISSION RE: CONTRAL (0.6).

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LOUKO T	02/19/07	1.80	PREPARE NON-US ANTITRUST ANALYSIS (1.8) .
LOUKO T	02/20/07	2.30	PREPARE NON-US ANTITRUST ANALYSIS (2.3) .
LOUKO T	02/21/07	1.40	PREPARE NON-US ANTITRUST ANALYSIS (1.4) .
LOUKO T	02/22/07	2.20	PREPARE NON-US ANTITRUST NOTIFICATIONS (2.2) .
LOUKO T	02/23/07	1.00	PREPARE NON-US ANTITRUST NOTIFICATIONS (1.0) .
LOUKO T	02/26/07	3.50	PREPARE NON-US ANTITRUST ANALYSIS AND NOTIFICATIONS (3.5) .
LOUKO T	02/27/07	1.40	PREPARE TURKISH ANTITRUST ANALYSIS (1.4) .
LOUKO T	02/28/07	1.80	PREPARE NON-US ANTITRUST ANALYSIS (1.8) .

**36.60**

MCLEOD JM	02/06/07	0.80	WORK ON HSR ISSUE (0.8) .
MCLEOD JM	02/08/07	0.90	TELECONFERENCE WITH CLIENT, HSR STATUS TELECONFERENCE RE: FILING EXTENSION, ROW TELECONFERENCE WITH BRUSSELS (0.9) .
MCLEOD JM	02/14/07	1.00	WORK ON HSR FILING, CALLS WITH COUNSEL (1.0) .
MCLEOD JM	02/15/07	1.80	TELECONFERENCE WITH CLIENT; BUYERS CONFERENCE CALL RE: US ANTITRUST, BUYERS CALL RE: EC/ROW FILINGS (2.0) .
MCLEOD JM	02/16/07	1.60	WORK ON HSR FILING, 4C ISSUE (1.6) .
MCLEOD JM	02/19/07	1.80	WORK ON 4C ISSUE, DISTRIBUTION (1.8) .
MCLEOD JM	02/20/07	4.20	REVIEW POTENTIAL 4C DOCUMENTS RESEARCH (4.2) .
MCLEOD JM	02/21/07	1.50	WORK ON FILINGS, PREPARE FOR HSR FILING, CALLS WITH CLIENT (1.5) .
MCLEOD JM	02/22/07	5.60	TELECONFERENCES WITH BUYERS COUNSEL, REVIEW DOCUMENTS, WORK ON 4C ISSUES; WORK ON HSR SUBMISSION (5.6) .
MCLEOD JM	02/23/07	1.00	WORK ON HSR FILING (1.0) .
MCLEOD JM	02/26/07	1.00	REVIEW POTENTIAL 4CS, WORK ON HSR FILING (1.0) .

**21.20**

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MEISLER RE	02/01/07	7.70	CONFERENCE WITH J. PAPELIAN, J. RUE AND A. ROWER RE: CERBALOOSA LITIGATION DILIGENCE (3.7); REVIEW J. FLEISCHER DILIGENCE UPDATE RE: SAME (2.8); PREPARE FOR TELECONFERENCE RE: SAME (0.3); TELECONFERENCE WITH S. CORCORAN RE: DOCUMENT REQUESTS (0.2); REVIEW CORRESPONDENCE RE: LITIGATION DILIGENCE (0.2); REVIEW AND EDIT DILIGENCE COVER LETTERS (0.3); CONFERENCE WITH S. CORCORAN RE: INTERCOMPANY TRANSACTIONS (0.2).
MEISLER RE	02/02/07	6.10	REVIEW DATA ROOM TO PREPARE FOR TELECONFERENCE (0.5); TELECONFERENCE WITH MILBANK AND WHITE & CASE RE: DILIGENCE (3.4); FOLLOW-UP WITH S. CORCORAN RE: SAME (0.4); RESEARCH RE: DILIGENCE (1.3); TELECONFERENCE S RE: SAME (0.5).
MEISLER RE	02/04/07	0.30	CONTINUE ATTENTION TO PLAN INVESTOR DILIGENCE (0.3).
MEISLER RE	02/05/07	4.70	CONTINUE TO REVIEW DOCUMENTS IN RESPONSE TO DILIGENCE REQUESTS (4.2); DRAFT CORRESPONDENCE TO J. FLEISCHER RE: DILIGENCE (0.2); REVIEW RESPONSE TO SAME (0.3).
MEISLER RE	02/06/07	7.20	CONTINUE TO REVIEW DOCUMENTS IN RESPONSE TO DILIGENCE REQUEST (2.1); REVIEW AND FOLLOW-UP ON REQUESTS FOR ADDITIONAL DOCUMENTS (3.7); TELECONFERENCES WITH D. BAUMSTEIN (0.4), A. ROWER (0.2), AND C. DIAMOND (0.3) RE: DILIGENCE REQUESTS; REVIEW LITIGATION SUMMARY FOR SAME (0.2); CORRESPONDENCE WITH M. SHEPARD RE: CLAIMS UPDATE (0.3).
MEISLER RE	02/07/07	5.30	CONFERENCE WITH A. FRANKUM RE: DILIGENCE (1.1); TELECONFERENCE WITH A. ROWER, B. TELGEN AND J. PAPELIAN RE: SAME (0.5); CONTINUE TO WORK THROUGH DILIGENCE REQUESTS (3.7).
MEISLER RE	02/08/07	7.30	PREPARE FOR INTERNATIONAL LITIGATION TELECONFERENCE (0.4); TELECONFERENCE WITH I. VAGNE AND A. ROWER RE: SAME (0.3); NOTES TO FILE (0.1); CONTINUE TO FOLLOW UP ON DILIGENCE REQUEST (2.3); REVIEW STATUS OF FRAMEWORK AGREEMENTS (0.2); WORKING ON INTERNATIONAL ENTITIES RE: DILIGENCE (0.7); DRAFT CORRESPONDENCE RE: DILIGENCE REVIEW (1.6); TELECONFERENCE WITH S. CORCORAN RE: SAME (0.1); CONFERENCE WITH M. PERL RE: PROGRESS ON DILIGENCE (0.5); TELECONFERENCE WITH C. BELL RE: DILIGENCE (0.2); TELECONFERENCE WITH B. SPARKS AND M. ERIKSEN (0.7) AND J. WHITSON (0.2) RE: PRINCIPAL FOREIGN ENTITIES.

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MEISLER RE	02/09/07	3.60	TELECONFERENCE WITH M. MCGUIRE, I. SIMPLICEAN, M. LEONE, AND S. CORCORAN RE: INTERNATIONAL DILIGENCE (1.6); FOLLOW UP WITH S. CORCORAN (0.1); NOTES TO FILE (0.1); CONTINUED REVIEW OF PRINCIPAL FOREIGN ENTITIES (0.3); CONTINUE TO INQUIRE RE: DOCUMENT REQUESTS FROM PLAN INVESTORS (1.1); DRAFT CORRESPONDENCE RE: DILIGENCE (0.4).
MEISLER RE	02/12/07	3.00	DRAFT CORRESPONDENCE TO A. ROWER RE: LITIGATION DILIGENCE (0.3); TELECONFERENCE WITH A. ROWER RE: SAME (0.1); REVIEW CLAIM FOR LITIGATION DILIGENCE (0.2); REVIEW DOCUMENTS TO BE POPULATED INTO DATA ROOM IN TROY (1.7); REVIEW ENVIRONMENTAL DILIGENCE (0.2); TELECONFERENCE WITH T. TWOMEY RE: IP DILIGENCE (0.3); DRAFT CORRESPONDENCE TO M. LOEB, T. MCCABE, AND S. CORCORAN RE: IT DILIGENCE (0.2).
MEISLER RE	02/13/07	3.50	DRAFT CORRESPONDENCE TO M. LOEB, T. MCCABE, AND S. CORCORAN RE: IT DILIGENCE (0.2); CONTINUE TO REVIEW DOCUMENT REQUESTS AND GATHER RESPONSIVE DOCUMENTS (0.6); REVIEW CORRESPONDENCE (0.2) AND RESPOND RE: WORKS COUNCIL INQUIRIES (0.5); REVIEW J. FLEISCHER DILIGENCE REQUEST LIST (1.0); DRAFT CORRESPONDENCE RE: SAME (0.2); REVIEW FINANCING AGREEMENTS PRODUCED RE: DILIGENCE REQUEST (0.5); REVIEW AND RESPOND TO CORRESPONDENCE RE: DATA REQUESTS (0.3).
MEISLER RE	02/14/07	2.80	TELECONFERENCE WITH S. CORCORAN RE: WORKS COUNCIL (0.3); NOTES TO FILE (0.1); DRAFT CORRESPONDENCE TO B. SAX RE: D. BAUMSTEIN INQUIRIES RE: CHR (0.3); CONTINUE TO GATHER DOCUMENTS RESPONSIVE TO DILIGENCE REQUEST (1.4); TELECONFERENCE WITH M. LOEB RE: SAME (0.2); REVIEW DATA REQUESTS (0.5).
MEISLER RE	02/15/07	2.40	CONTINUE REVIEW OF DOCUMENTS TO BE INSERTED INTO DATA ROOM (1.2); REVIEW AND RESPOND TO CORRESPONDENCE RE: DILIGENCE (0.7); REVIEW DOCUMENTS TO BE PROVIDED PER DUE DILIGENCE REQUESTS (0.5).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MEISLER RE	02/16/07	2.30	CONTINUE ATTENTION TO DILIGENCE (0.8); TELECONFERENCE WITH I. VAGNE, C. PILKINGTON AND E. COCHRAN RE: WORKS COUNCIL (0.1); TELECONFERENCE WITH C. BELL RE: DILIGENCE (0.1); TELECONFERENCE WITH E. COCHRAN RE: FOLLOW UP (0.1); TELECONFERENCE WITH M. FUKUDA RE: DOCUMENTS GATHERED FOR DATA ROOM (0.2); TELECONFERENCE WITH S. CORCORAN RE: SAME (0.1); REVIEW TRIGGERING PROVISIONS OF EPCA (0.5); REVIEW ORG CHARTS INSERTED INTO DATE ROOM (0.4).
MEISLER RE	02/18/07	1.10	REVIEW INDEX OF DOCUMENTS IN DATA ROOM AND UPDATES (0.6); REVIEW CHART OF IT AGREEMENTS (0.3) AND RESPOND TO INQUIRIES RE: SAME (0.2).
MEISLER RE	02/19/07	5.60	CONTINUE ATTENTION TO PLAN INVESTOR DILIGENCE (2.1); DRAFT INTERNAL CORRESPONDENCE RE: SAME (0.4); DRAFT CORRESPONDENCE TO W. COSNOWSKI AND T. TWOMEY RE: PREPARING FOR UPCOMING TELECONFERENCE WITH PLAN INVESTORS (0.2); DRAFT CORRESPONDENCE TO C. BELL RE: DILIGENCE (0.6); TELECONFERENCE WITH J. SHEEHAN RE: DILIGENCE REQUESTS (0.2); TELECONFERENCE WITH I. SIMPLICEAN AND R. BERRY RE: REGIONAL DILIGENCE (0.2); FOLLOW UP TELECONFERENCE WITH I. SIMPLICEAN RE: SAME (0.4); TELECONFERENCE WITH C. WITTMER RE: PROGRESS ON BUSINESS SIDE DILIGENCE (0.3); DRAFT CORRESPONDENCE TO C. WITTMER RE: SAME (0.1); REVIEW CERTAIN IT AGREEMENTS PER DILIGENCE REQUEST (0.6); DRAFT CORRESPONDENCE TO T. MCCABE RE: IT DILIGENCE (0.3); DRAFT CORRESPONDENCE TO R. BERRY RE: LITIGATION DILIGENCE (0.2).
MEISLER RE	02/20/07	2.80	DRAFT AND REVISE CORRESPONDENCE TO C. BELL RE: DILIGENCE (0.5); TELECONFERENCE WITH C. BELL RE: SAME (0.2); TELECONFERENCE WITH COUNSEL TO PLAN INVESTORS RE: IP DILIGENCE (0.1); CONTINUE TO REVIEW OF DOCUMENTS TO BE INSERTED INTO DATA ROOM (0.7); REVIEW AND RESPOND TO CORRESPONDENCE RE: GATHERING DILIGENCE DOCUMENTS (0.5); DRAFT CORRESPONDENCE TO B. SAX RE: DILIGENCE (0.2); TELECONFERENCE WITH D. BAUMSTEIN RE: SAME (0.2); DRAFT INTERNAL CORRESPONDENCE RE: SAME (0.2); DRAFT CORRESPONDENCE TO S. CORCORAN RE: DILIGENCE (0.2).



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MEISLER RE	02/21/07	10.20	PREPARE FOR MEETING RE: WARRANTY DILIGENCE (0.2); CONFERENCE WITH T. TIMKO, S. SALRIN, AND J. PRITCHARD RE: SAME (1.0); CONFERENCE WITH D. SHERBIN RE: REGIONAL DILIGENCE (0.1); PARTICIPATE ON DILIGENCE TELECONFERENCE WITH PLAN INVESTORS, J. SHEEHAN AND B. WILLIAMS (0.3); CONFERENCE WITH J. SHEEHAN RE: SAME (0.1); CONFERENCE WITH J. GUGLIELMO AND R. FLETEMEYER RE: FRAMEWORK (0.2); CONFERENCE WITH S. CORCORAN RE: PRINCIPAL FOREIGN ENTITIES DILIGENCE (0.3); CONFERENCE WITH J. WHITSON RE: SAME (0.5); CONTINUE ATTENTION TO DILIGENCE (1.7); REVIEW AND ANALYZE J. FLEISCHER REPORT (1.4); REVIEW DOCUMENTS PER DATA REQUEST (0.2); REVIEW NEW MATERIALS FOR DATA ROOM (0.8); DRAFT CORRESPONDENCE RE: LITIGATION DILIGENCE (0.3); REVIEW DOCUMENTS TO BE INSERTED INTO DATA ROOM (3.1).
MEISLER RE	02/22/07	4.40	CONTINUE TO REVIEW DOCUMENTS TO BE INSERTED INTO DATA ROOM FOR PRIVILEGE AND CONFIDENTIALITY (3.3); TELECONFERENCE WITH T. JERMAN, B. SAX AND B. QUICK RE: DILIGENCE (0.4); TELECONFERENCE WITH D. BAUMSTEIN, C. BELL, B. SAX, B. QUICK, AND T. JERMAN RE: SAME (0.5); TELECONFERENCE WITH D. BAUMSTEIN RE: LITIGATION DILIGENCE (0.1); TELECONFERENCE WITH S. CORCORAN RE: IT AGREEMENTS (0.1).
MEISLER RE	02/23/07	5.30	PREPARE FOR REGIONAL LITIGATION DILIGENCE TELECONFERENCE (0.4); TELECONFERENCE WITH R. BERRY RE: SAME (0.3); TELECONFERENCE WITH J. RUE, F. JENKINS, F. DAMICO AND R. BERRY RE: SAME (0.6); CONFERENCE WITH R. BERRY AND F. DAMICO RE: SITE VISITS (0.4); CONTINUE ATTENTION TO DILIGENCE (0.6); PREPARE FOR TELECONFERENCE WITH C. BELL (0.5); TELECONFERENCE WITH C. BELL RE: DILIGENCE (0.8); CONFERENCE WITH A. HOGAN RE: SAME (0.1); CONTINUE TO REVIEW DOCUMENTS TO BE INSERTED INTO DATA ROOM (0.6); REVIEW DATA REQUESTS COVER LETTER (0.3); REVIEW DOCUMENTS REQUESTED PER DATA REQUESTS (0.7).
MEISLER RE	02/26/07	4.80	CONTINUE TO REVIEW DILIGENCE RE: PLAN INVESTORS (1.7); ATTENTION TO DILIGENCE RE: FOREIGN ENTITIES (0.5); REVIEW STATUS OF DATA ROOM AND RECENTLY POPULATED DOCUMENTS (0.6); REVIEW CORRESPONDENCE (0.7) AND RESPOND (1.3) RE: SAME.

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MEISLER RE	02/27/07	3.80	PREPARE FOR DILIGENCE CALL (0.5); TELECONFERENCE WITH C. BELL, G. HADDAD, J. FLEISCHER, AND M. PERL RE: DILIGENCE (1.0); NOTES TO FILE (0.3); PREPARE FOR LITIGATION DILIGENCE CALL (0.3); PARTICIPATE ON LITIGATION DILIGENCE TELECONFERENCE WITH J. PAPELIAN, D. BAUMSTEIN, F. JENKINS, AND J. RUE (0.7); CONTINUE ATTENTION TO DILIGENCE (0.8); TELECONFERENCE WITH S. CORCORAN RE: STATUS OF DILIGENCE (0.2).
MEISLER RE	02/28/07	4.30	PREPARE FOR TELECONFERENCE WITH T. TWOMEY RE: IP DILIGENCE (0.4); TELECONFERENCE WITH A. STROBERT RE: SAME (0.1); TELECONFERENCE WITH T. TWOMEY, A. STROBERT, AND M. PERL RE: SAME (1.0); DRAFT CORRESPONDENCE RE: RECENT SETTLEMENT (0.2); REVIEW COPY REQUESTS RE: DILIGENCE (0.2); REVIEW DOCUMENTS REQUESTED RE: SAME (0.8); TELECONFERENCE WITH B. RESNICK RE: EPCA (0.1); REVIEW AMENDMENT RE: SAME (0.3); DRAFT CORRESPONDENCE RE: DILIGENCE AT REGIONAL SITES (0.4); REVIEW AND ANALYZE CHART OF FOREIGN ENTITIES PER PLAN INVESTOR REQUEST (0.3); REVIEW AND CONSIDER CORRESPONDENCE RE: APPRAISALS AND RESPOND (0.2); DRAFT CORRESPONDENCE RE: WARRANTY (0.2); DRAFT CORRESPONDENCE TO F. ALGASOFF RE: REGIONAL VISITS (0.1).
		98.50	
PERL MW	02/01/07	9.70	DETAIL REVIEW OF RESPONSE TO DILIGENCE REQUEST (1.9); PREPARE FOR DILIGENCE TELECONFERENCE WITH MILBANK AND WHITE & CASE (0.5); STARTEGIZE WITH S. CORCORAN RE: VARIOUS DATA REQUESTS AND RELATED MATTERS (0.3); REVIEW DILIGENCE RESPONSE WITH WORKING GROUP IN PREPARATION FOR 2/2 TELECONFERENCE (1.8); RESPOND TO VARIOUS INQUIRIES FROM ATTORNEYS ON SITE IN DATA ROOM (0.7) AND FOLLOW UP RE: SAME (0.4); PREPARE LETTERS AND INDICES FOR DATA REQUESTS AND FOLLOW UP RE: SAME (2.8); ATTENTION TO DATA ROOM MATTERS (1.3).

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PERL MW	02/02/07	6.10	PREPARE FOR (0.3) AND PARTICIPATE IN TELECONFERENCE RE: DUE DILIGENCE REQUEST WITH J. SHEEHAN, S. CORCORAN, ATTORNEYS FROM MILBANK & WHITE & CASE AND CERBERUS (2.4); DRAFT FOLLOW UP CORRESPONDENCES TO J. SHEEHAN RE: SAME, INCLUDING REVIEW OF NOTES (0.4); DRAFT CORRESPONDENCE TO M. LOEB RE: COPY REQUESTS (0.1); TELECONFERENCE WITH J. BEAUDOEN RE: REAL ESTATE DILIGENCE MATTERS (0.2); MULTIPLE TELECONFERENCES WITH WORKING GROUP RE: DATA ROOM MATTERS AND NEXT STEPS (1.1); REVIEW DOCUMENTS IN DATA ROOM IN CONNECTION WITH RESPONSE TO DILIGENCE REQUEST (0.3); BEGIN DRAFTING SUMMARY OF CALL AND STRATEGIZING RE: FOLLOW UP REQUIRED (1.3).
PERL MW	02/03/07	2.00	REVIEW AND RESPOND TO VARIOUS DILIGENCE RELATED CORRESPONDENCE (0.6); FINISH DRAFTING SUMMARY OF TELECONFERENCE RE: DILIGENCE (1.4).
PERL MW	02/04/07	0.90	TELECONFERENCES WITH WORKIN GROUP RE: DILIGENCE MATTERS (0.3, 0.2); CORRESPONDECNES RE: SAME (0.4).
PERL MW	02/05/07	7.30	REVIEW SUMMARY OF DILIGNCE TELECONFERENCE FROM 2/2/07 (0.6); MULTIPLE CORRESPONDENCES RE: DILIGENCE AND DATA ROOM MATTERS (1.1) AND FOLLOW UP RE: SAME (0.4); REVIEW UPDATED HR INDEX AND RELATED DOCUMENTS (0.5) AND FOLLOW UP WITH WORKING GROUP RE: SAME (0.2); UPDATE AND REVISE SUMMARY OF DILIGENCE CALL (0.6); REVIEW RESPONSE CIRCULATED BY MILBANK IN CONNECTION WITH DILIGENCE TELECONFERENCE (1.2); CORRESPONDENCE WITH WORKING GROUP RE: SAME (0.3) AND ANALYSIS OF SAME (0.6); PREPARE DOCUMENTS FOR REVIEW OF CHARACTERIZATION OF RESPONSE (0.6); COORDINATE RE: DOCUMENTS AND DISTRIBUTION OF SAME (0.6); DRAFT CORRESPONDENCE TO J. SHEEHAN AND S. CORCORAN RE: MILBANK'S RESPONSE TO THE DILIGENCE REQUEST (0.4) AND PREPARE DOCUMENTS IN CONNECTION WITH SAME (0.2).

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PERL MW	02/06/07	5.90	CORRESPONDENCE WITH B. LUETGHE RE: PROPERTY TAX MATTERS (0.3); FOLLOW UP WITH B. SPARKS RE: SAME (0.3); CORRESPONDENCE WITH D. KUSTARZ RE: DILIGENCE REQUEST (0.2); TELECONFERENCE WITH S. BERGER RE: SAME (0.2); CORRESPONDENCE WITH C. COMERFORD AND J. BEAUDOEN RE: DILIGENCE FOLLOW UP (0.3); TELECONFERENCE WITH J. BEAUDOEN RE: SAME (0.2); REVIEW DOCUMENTS IN CONNECTION WITH SAME AND COORDINATE ADDITIONS TO DATA ROOM (0.4); CORRESPONDENCE WITH T. TWOMEY RE: DILIGENCE REQUEST (0.1); FOLLOW UP WITH B. FRANTANGELO AND WORKING GROUP RE: STATUS OF DOCUMENT REQUESTS (1.4); ATTENTION TO UPDATES TO HR INDEX (0.6); COORDINATE RE: ADDITIONAL DOCUMENTS ADDED TO DATA ROOM (0.8) AND REVIEW UPDATED INDEX (0.3); CIRCULATE UPDATED INDICES TO MILBANK AND WHITE & CASE (0.3); TELECONFERENCE WITH N. BERGER RE: AIRPLANE LEASES (0.2); BEGIN REVIEW OF SAME (0.3).
PERL MW	02/07/07	8.70	REVIEW LEASES AND RELATED DOCUMENTS (2.1); REVIEW ADDITIONAL DOCUMENTS TO BE ADDED TO DATA ROOM, INCLUDING FOLLOW UP WITH WORKING GROUP RE: SAME (1.8) AND COORDINATE RE: SAME (0.3); REVIEW MULTIPLE CORRESPONDENCES RE: DUE DILIGENCE MATTERS (0.4); COORDINATE RE: DISTRIBUTION OF COPY REQUESTS, INCLUDING REVIEW OF LETTERS AND PROVIDING COMMENTS TO SAME (1.3); TELECONFERENCES WITH J. EVAN RE: LEASES (0.2, 0.1); MEET WITH K. CHECK RE: DOCUMENTS TO BE ADDED TO DATA ROOM (0.3); ATTENTION TO DATA ROOM MATTERS (0.9); REVISE INDEX (0.4) AND CIRCULATE UPDATED INDEX TO MILBANK AND WHITE & CASE (0.2); COORDINATE RE: TELECONFERENCE ON LITIGATION MATTERS (0.1); DRAFT CORRESPONDENCE TO T. TWOMEY RE: DILIGENCE REQUEST IN CONNECTION WITH IP MATTERS (0.2); MULTIPLE CORRESPONDENCES WITH WORKING RE: MINUTE BOOKS IN CONNECTION WITH DATA ROOM (0.4).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

PERL MW	02/08/07	11.90	REVISE SUMMARY RE: DUE DILIGENCE TELECONFERENCE, INCLUDING REVIEW OF NOTES AND COMMENTS (1.9); PREPARE DATA ROOM FOR ON SITE DILIGENCE REVIEW (0.4); REVIEW REVISIONS TO DOCUMENT INDEX (0.4); MULTIPLE TELECONFERENCES AND MEETINGS WITH WORKING GROUP RE: ON GOING DILIGENCE MATTERS (1.2); TELECONFERENCE WITH I. SCOTT (0.2) AND J. EVANS (0.1) RE: LEASES; FOLLOW UP RE: ADDITIONAL DOCUMENTS TO BE ADDED TO DATA ROOM (0.8); ATTENTION TO ISSUES RE: ACCESS TO VIRTUAL DATA ROOM (0.5); PREPARE DOCUMENTS RELATING TO FOREIGN ENTITIES FOR DILIGENCE CALL, INCLUDING REVIEW AND PREPARATION OF 5 EXHIBITS (6.4).
PERL MW	02/09/07	7.80	REVIEW SUMMARIES AND PREPARE INDICES FOR TELECONFERENCE, INCLUDING CIRCULATION OF SAME (2.8); REVIEW DATA ROOM DOCUMENTS AND UPDATE EXHIBITS IN CONNECTION WITH SAME (1.2); PREPARE FOR (0.3) AND PARTICIPATE IN (1.7) TELECONFERENCE WITH M. MCGUIRE, S. CORCORAN, ILEANA SIMPLISKIAN, AND WORKING GROUP RE: DOCUMENTS FOR FOREIGN ENTITIES FOR DATA ROOM; STRATEGIZE WITH WORKING GROUP RE: TRANSITION OF DILIGENCE PROJECT (0.3); UPDATE DILIGENCE CHARTS AND CIRUCLATE SAME TO S. CORCORAN AND M. MCGUIRE (0.8); ATTENTION TO DATA REQUESTS (0.3); COORDINATE WITH WORKING GROUP RE: ADDITIONS TO DATA ROOM (0.4).
PERL MW	02/10/07	0.40	TELECONFERENCE WITH WORKING GROUP RE: DILIGENCE MATTERS (0.1); BEGIN DRAFTING SUMARY OF TELECONFERENCE FOM 2/9/07 RE: DILIGENCE FOR FOREIGN ENTITIES (0.3).
PERL MW	02/11/07	0.40	COMPLETE DRAFTING SUMMARY FO DUE DILIGENCE CALL FROM 2/9/07 RE: FOREIGN ENTITIES (0.4).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

PERL MW	02/12/07	6.50	TELECONFERENCE WITH T. TWOMEY RE: DUE DILIGENCE IN CONNECTION WITH IP MATTERS (0.5); TELECONFERENCE WITH P. JABBOUR (MILBANK) RE: DILIGENCE MATTERS (0.1); REVIEW VARIOUS IT AGREEMENTS (0.7) AND COORDIANTE WITH WORKING GROUP RE: SAME (0.6); STARTEGIZE WITH WORKING GROUP RE: DATA ROOM PROCEDURES AND COORDINATE RE: ADDITIONAL DOCUMENTS TO BE ADDED TO DATA ROOM (1.6); REVIEW ADDITIONAL ORGANIZATIONAL DOCUMENTS FOR INCLUSION IN DATA ROOM (0.4) AND REVIEW AND REVISE INDEX RE: SAME (0.3); COORDINATE RE: TELECONFERENCE ON WORKS COUNCIL MATTERS INCLUDING CORRESPONDENCES WITH I. VAGNE AND C. BELL AND C. DIAMOND (0.6); REVIEW MANAGMENT PRESENTATIONS (0.3) AND STRATEGIZE RE: ADDITIONS OF SAME TO DATA ROOM (0.4); REVIEW DOCUMENTS IN CONNECTION WITH DATA REQUEST FROM WHITE & CASE (0.4); COORDIANTE RE: SAME (0.3); REVIEW AND RESPOND TO CORRESPONDENCE FROM C. ALM RE: DATA REQUEST (0.1); CORRESPONDENCES WITH M. LOEB AND F. KUPLIKKI RE: APPROVAL FOR ADDITIONAL DATA REQUESTS (0.2).
PERL MW	02/13/07	7.70	PREPARE FOR (0.1) AND PARTICIPATE IN TELECONFERENCE RE: WORKS COUNCIL ISSUES WITH I. VAGNE AND MILBANK AND WHITE & CASE (0.5); TELECONFERENCE WITH WORKING GROUP TO PROVIDE SUMMARY OF SAME (0.3); REVIEW SUMMARY OF SAME (0.2); ATTENTION TO DATA REQUESTS SUBMITTED (0.4); TELECONFERENCE WITH M. BRIARTON RE: UPDATES TO ENVIRONMENTAL INDEX (0.1); STRATEGIZE RE: IT AGREEMENTS AND TELECONFERENCE WITH M. WILLIAMS RE: SAME (0.1); COORDINATE WITH WORKING GROUP RE: IT AGREEMENTS AND INDEXING OF SAME (0.6); CORRESPONDENCES WITH P. JABBOUR AND C. ALM RE: DATA ROOM MATTERS (0.3); REVIEW AND INDEX FILES FOR INCLUSION IN DATA ROOM (1.4); PROVIDE CURRENT INDEX OF AVAILABLE FINANCING DOCUMENTS (0.1); CORRESPONDENCE WITH M. FORTUNAK RE: DILIGENCE REQUEST (0.1); ATTENTION TO VARIOUS DILIGENCE AND DATA ROOM RELATED MATTERS (3.5).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

PERL MW	02/14/07	6.40	REVIEW ADDITIONAL DOCUMENTS TO BE INCLUDED IN DATA ROOM AND FOLLOW UP RE: SAME (1.3); TELECONFERENCES WITH WORKING RGROUP RE: DILIGENCE AND DATA ROOM MATTERS (0.7); FINALIZE DATA REQUESTS AND CORRESPOND WITH WORKING GROUP RE: SAME (0.6); REVIEW BOARD PRESENTATIONS AND STRATEGIZE WITH WORKING GROUP RE: SAME (1.2); REVISE AND UPDATE DOCUMENT INDEX (0.3); CORESPONDENCE AND TELECONFERENCE WITH S. POSTON RE: DATA ROOM MATTERS (0.3); FOLLOW UP CORRESPONDENCE WITH F. KUPICKI RE: COPY REQUEST, INCLUDING REVIEW OF DOCUMENT FOR CONFIDENTIALITY (0.7) REVIEW SAME WITH WORKING GROUP (0.1); PRELIMINARY REVIEW OF INDEX OF IT AGREEMENTS AND PROVIDE COMMENTS TO SAME (0.4); ATTENTION TO IT AGREEMENTS TO BE INCLUDED IN DATA ROOM (0.8).
PERL MW	02/15/07	10.60	TELECONFERENCE WITH P. JABBOUR RE: DATA ROOM MATTERS (0.3); REVIEW ADDITIONAL DOCUMENTS TO BE ADDED TO INDEX (0.6); REVIEW SUMMARY OF CALL RE: DILIGENCE FOR FOREIGN ENTITIES AND PROVIDE COMMENTS RE: SAME (1.3); DRAFT CORRESPONDENCE TO I. SIMPLICEAN RE: SAME (0.2); STRATEGIZE WITH WORKING GROUP RE: SAME (0.3); WORK ON SCHEDULING TELECONFERENCE RE: DILIGENCE MATTERS (0.4); FOLLOW UP WITH F. KUPICKI RE: SAME (0.2); TELECONFERENCE WITH J. MALESKY RE: GOVERNMENT CONTRACTS FOR INCLUSION IN DATA ROOM (0.4); REVIEW SAME FOR INCLUSION IN DATA ROOM (0.4); REVIEW CORRESPONDENCE AND VARIOUS FINANCING AND TRANSACTIONAL DOCUMENTS FOR DATA ROOM (2.3); STRATEGIZE WITH WORKING GROUP RE: DATA ROOM MATTERS (1.6); TELECONFERENCE WITH J. WILLIAMS RE: TELECONFERENCE FOR WARRANTY MATTERS (0.1); REVIEW AND REVISE DOCUMENT INDEX (0.8); REVIEW VARIOUS IT AGREEMENTS AND PROVIDE COMMENTS TO INDEX OF SAME (1.1); ATTENTION TO MANAGMENT PRESENTATIONS TO BOARD FOR INCLUSION IN DATA ROOM (0.6).
PERL MW	02/16/07	6.00	MULTIPLE CORRESPONDENCES RE: TELECONFERENCES ON DILIGENCE MATTERS AND COORDINATE SAME (0.8); REVIEW NEW DOCUMENTS TO BE ADDED TO DATA ROOM AND REVIEW UPDATED INDEX RE: SAME AND COORDINATE RE: SAME (2.3); REVIEW VARIOUS IT AGREEMENTS AND OTHER INDEX AND DATA ROOM ENTRIES (0.9); FINALIZE UPDATES TO INDEX (0.3) AND DRAFT CORRESPONDENCE TO MILBANK AND WHITE & CASE RE: UPDATED INDEX (0.4); COORDINATE RE: DATA ROOM VISIT FOR UPCOMING WEEK (0.2); STRATEGIZE AND COORDINATE WITH WORKING GROUP RE: VARIOUS DATA ROOM MATTERS (1.1).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

PERL MW	02/18/07	4.20	REVIEW ADDITIONAL DOCUMENTS TO BE ADDED TO DATA ROOM AND COORDINATE RE: SAME (0.8); REVIEW IT AGREEMENTS FOR DATA ROOM (2.3); TELECONFERENCE WITH WORKING GROUP RE: SAME (0.4); STRATEGIZE RE: OUTSTANDING DILIGENCE MATTERS (0.4), INCLUDING DRAFTING CORRESPONDENCE RE: SAME (0.3).
PERL MW	02/19/07	12.30	REVIEW CORRESPONDENCE FROM C. BELL RE: DILIGENCE (0.2); REVIEW AND PROVIDE COMMENTS TO DRAFT RESPONSE RE: SAME (0.3); REVIEW SUMMARY CHART FOM I. SIMPLCEAN AND COORDIANTE UPDATES RE: SAME (0.4); MEET WITH S. POSTON RE: DOCUMENTS TO BE ADDED TO DATA ROOM (0.7); STRATEGIZE WITH T. TWOMEY AND J. FUNKE RE: IP TELECONFERENCE (0.4); COORDINATE RE: RESCHEDULING IP TELECONFERENCE (0.2); REVIEW DOCUMENTS AND DATA ROOM INDEX FOR ADDING DOCUMENTS TO DATA ROOM (4.3); PREPARE, UPDATE, AND ORGANIZE DATA ROOM FILES (0.9); PREPARE UPDATED INDEX AND CORRESPONDENCE RE: SAME (0.4); WORK WITH WORKING GROUP ON VARIOUS DATA ROOM MATTERS IN PREPARATION FOR VISIT BY ATTORNEYS (1.4); TELECONFERENCE WITH M. FAKUDA RE: GRUNDIG TRANSACTION (0.1); DRAFT CORRESPONDENCE TO M. MCGUIRE RE: SAME, INCLUDING REVIEW OF RELEVANT DOCUMENTS (0.5); FOLLOW UP CORRESPONDENC WITH E. HOWARD RE: ACCESS TO VIRTUAL DATA ROOMS (0.1); PREPARE INSTRUCTIONS AND DATA ROOM DOCUMENTS FOR REVIEW OF IT AGREEMENTS (0.3); COORDINATE WITH WORKING GROUP RE: SAME (0.4); BEGIN REVIEW OF INVESTORS' RESPONSE TO DILIGENCE REQUEST AND PROVIDE RESPONSES TO SAME (1.7).



SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

PERL MW                      02/20/07                      12.50      PREPARE DATA ROOM (0.6); CONTINUE TO  
REVIEW AND UPDATE RESPONSE TO  
INVESTORS' COMMENTS ON DUE DILIGENCE  
CHART, INCLUDING REVIEW OF PREVIOUS  
DRAFTS OF RESPONSES AND NOTES FROM  
VARIOUS TELECONFERENCES (5.6);  
TELECONFERENCE WITH P. JABBOUR RE: DATA  
ROOM DOCUMENTS (0.2); REVIEW AND  
COORDINATE RE: ADDITIONAL DOCUMENTS TO  
BE ADDED TO DATA ROOM (0.3); MEET WITH  
S. POSTON RE: MINUTE BOOK (0.2); PREPARE  
FOR (0.2) AND PARTICIPATE IN IP RELATED  
TELECONFERENCE WITH MILBANK AND WHITE &  
CASE (0.4); FOLLOW UP DISCUSSION WITH T.  
TWOMEY AND W. CONSOWSKI RE: SAME (0.1);  
REVIEW SUMMARY PROVIDED BY J. RUE (0.2)  
AND PROVIDE COMMENTS RE: SAME (0.6);  
COORDINATE WITH WORKING GROUP RE: SAME  
(0.2); REVIEW JOINT VENTURE INDEX AND  
RELATED DOCUMENTS (0.3) AND DISCUSS  
STATUS OF SAME WITH P. JABBOUR (0.5);  
STRATEGIZE WITH WORKING GROUP RE: IP  
MATTERS (0.3); FOLLOW UP CORRESPONDENCE  
WITH J. SHEEHAN RE: DATA ROOM INQUIRY  
(0.2); ATTENTION TO D & O QUESTIONAIRES  
IN DATA ROOM IN CONNECTION WITH INQUIRY  
RE: 10-K (0.6); REVIEW LIST OF  
OUTSTANDING DOCUMENTS AND DRAFT FOLLOW  
UP INQUIRIES RE: SAME (0.5); FOLLOW UP  
WITH ATTORNEYS IN DATA ROOM (0.6);  
ATTENTION TO DATA ROOM MATTERS (0.9).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

PERL MW	02/21/07	9.70	PREPARE DATA ROOM (0.3); MEET WITH P. JABBOUR RE: DATA ROOM MATTERS (0.3); REVIEW VARIOUS IP LICENSING AGREEMENTS FOR DATA ROOM, INCLUDING INDEX AND DOLLAR AMOUNTS OF SAME (1.7); REVIEW ADDITIONAL DOCUMENTS FOR DATA ROOM (0.4); REVIEW AND REVISE DOCUMENT INDEX (0.8); TELECONFERENCE WITH A. STROBERT AND W. COSNOWSKI RE: SUMMARY TO IP TELECONFERENCE (0.1); REVIEW AND REVISE NOTES FROM IP CALL AND CIRCULATE REVISIONS RE: SAME (0.5); DRAFT CORRESPONDENCE TO T. TWOMEY RE: IP LICENSE AGREEMENTS IN THE DATA ROOM (0.4); TELECONFERENCE WITH M. WILLIAMS RE: IT AGREEMENTS AND HR DATA ROOM (0.2); FOLLOW UP RE: OUTSTANDING DATA REQUESTS (0.2); MEET WITH SANDY POSTON RE: DATA ROOM DOCUMENTS (0.4); MULTIPLE TELECONFERENCES WITH WORKING GROUP RE: REDACTIONS FOR DATA ROOM DOCUMENTS (0.4); COORDIANTE RE: NEW HR DOCUMENTS AND DISTRIBUTION OF SAME (0.4); CORRESPOND TO C. ALM RE: DOCUMENT INDEX (0.2) AND COORDINATE TRANSMITTAL OF SAME (0.2); REVIEW IP DOCUMENTS TO BE PROVIDED (0.6) AND DRAFT CORRESPONDENCE TO WORKING GROUP RE: SAME (0.3); COORDINATE WITH WORKING GROUP RE: DATA ROOM MATTERS, INCLUDING PREPARING DATA ROOM FOR NEXT DAY VISIT (0.7); REVIEW AND REVISE RESPONSE TO INVESTORS' DILIGENCE REQUEST (1.6).
PERL MW	02/22/07	9.80	TELECONFERENCES WITH M. WILLIAMS (0.1) AND M. FORTUNAK (0.1) RE: DILIGENCE MATTERS; CONTINUE TO REVISE AND RESPOND TO MILBANK'S COMMENTS ON THE DILIGENCE REQUEST, INCLUDING REVIEW OF NOTES FROM TELECONFERENCES (4.7); STRATEGIZE AND COORDINATE WITH WORKING RE: ADDITIONAL DOCUMENTS TO BE ADDED TO DATA ROOM (0.9); REVIEW DOCUMENTS FOR POSSIBLE INCLUSION IN DATA ROOM (0.7) AND FOLLOW UP CORRESPONDENCE RE: SAME (0.3) AND REVIEW DATA ROOM DOCUMENTS FOR DUPLICATES OF SAME (0.4); COORDINATE RE: D&O REPORTS FOR 10-K AND DATA ROOM (0.6); WORK ON GETTING SIGNED COPY REQUESTS PROCESSED (0.4); CORRESPOND WITH B. FRANTANGELO RE: DOCUMENTS REQUESTED FROM DATA ROOM (0.3); CORREPOSNDENCE WITH R. VAN LEUVEN RE: HR DOCUMENTS, INCLUDING REVIEW OF INDEX (0.3); PREPARE SUMMARY OF DATA ROOM PROCEDURES FOR FOREIGN REGION VISIT (0.4); REVIEW IP DOCUMENTS AND PROVIDE COMMENTS AND INQUIRY TO WORKING GROUP (0.6).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

PERL MW	02/23/07	7.40	DRAFT LETTERS TO P. JABBOUR AND C. ALM RE: DATA REQUESTS (0.4); REVIEW RELATED DOCUMENTS IN CONNECTION WITH SAME (0.6) AND COORDINATE RE: DISTRIBUTION OF SAME, INCLUDING REVIEW OF CDS (0.6); REVIEW ADDITIONAL DOCUMENTS AND UPDATE INDEX RE: SAME (0.7); PREPARE FOR (0.4) AND PARTICIPATE IN TELECONFERENCE WITH MILBANK AND WHITE & CASE RE: RESPONSE TO DILIGENCE REQUEST (0.8); FOLLOW UP WITH WORKING GROUP RE: SAME (0.5); STRATEGIZE WITH WORKING GROUP RE: FOLLOW UP STEPS FOR DATA ROOM (0.9); REVISE SUMMARY OF DATA ROOM PROCEDURES FOR VISITS TO FOREIGN ENTITIES (0.7); REVISE RESPONSE TO INVESTORS' DUE DILIGENCE (0.6); TELECONFERENCE WITH T. TWOMEY RE: DILIGENCE MATTERS (0.2); REVIEW DOCUMENTS TO BE PROVIDED TO MILBANK AND WHITE & CASE (0.4); FOLLOW UP WITH I. SIMPLCEAN RE: DOCUMENTS FROM FOREIGN REGIONS (0.2); STRATEGIZE WITH WORKING GROUP RE: UPDATES TO ENVIRONMENTAL DOCUMENTS/INDEX (0.4).
PERL MW	02/25/07	3.90	REVIEW NOTES AND UPDATE RESPONSE TO DILIGENCE LIST BASED ON 2/23 TELECONFERENCE (1.6); BEGIN REVIEW OF D&O REPORTS FOR DATA ROOM (0.4); CORRESPONDENCE WITH WORKING GROUP RE: STATUS OF IP DOCUMENTS (0.2); TELECONFERENCE WITH WORKING GROUP RE: DILIGENCE MATTERS (0.3); COORDINATE RE: DATA ROOM VISIT (0.4); REVIEW ISSUES AND RELATED DOCUMENTS IN CONNECTION WITH BOARD PRESENTATION (0.6); REVIEW INDEX AND RELATED SUBINDICES AND COORDINATE RE: SAME (0.4).
PERL MW	02/26/07	5.90	REVISE AND UPDATE SUMMARY OF DATA ROOM PROCEDURES FOR FOREIGN REGION VISITS (1.2); PREPARE RELATED DOCUMENTS IN CONNECTION WITH SAME (0.4); REVIEW VARIOUS DOCUMENTS FOR INCLUSION IN DATA ROOM (0.7); COORDINATE WITH WORKING GROUP RE: SAME (0.6); DRAFT CORRESPONDENCE TO S. POSTON AND M. FORTUNAK RE: DATA ROOM INQUIRY (0.2); TELECONFERENCE WITH T. TWOMEY RE: IP MATTERS IN CONNECTION WITH DILIGENCE REQUEST (0.2); FINALIZE AND COORDINATE RE: IP DOCUMENTS AND CORRESPOND WITH MILBANK AND WHITE & CASE RE: SAME (0.5); COORDINATE RE: DATA ROOM VISIT (0.6) AND PREPARE FOR SAME (0.4); ATTENTION TO DATA REQUESTS (0.7); TELECONFERENCE WITH K. GOLDENBERG RE: DATA ROOM VISIT (0.1); REVIEW CORRESPONDENCE WITH WORKING GROUP RE: IP MATTERS (0.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

PERL MW                      02/27/07                      14.70      PREPARE FOR (0.2) AND PARTICIPATE IN  
(0.9) TELECONFERENCE WITH MILBANK  
ATTORNEYS RE: STATUS OF DILIGENCE  
REQUEST AND FOLLOW UP WITH WORKING GROUP  
RE: SAME (0.3); PREPARE DOCUMENTS TO BE  
ADDED TO DATA ROOM (0.5); MEET WITH  
ATTORNEY FROM WHITE & CASE AND PROVIDE  
OVERVIEW OF DATA ROOM (0.4, 0.2); REVIEW  
VARIOUS DOCUMENTS TO BE ADDED TO DATA  
ROOM (3.9); CONSIDER ISSUES IN  
CONNECTION WITH SAME AND STRATEGIZE  
WITH WORKING GROUP RE: SAME (1.4);  
FOLLOW UP CORRESPONDENCES WITH M.  
DENSMORE, M. FAKUDA, C. COMERFORD, AND  
J. BEAUDOEN RE: DILIGENCE REQUESTS  
(0.7); WORK ON GETTING APPROVAL OF  
VARIOUS DATA REQUESTS (1.8);  
TELECONFERENCE WITH WORKIN GROUP RE: IP  
MATTERS (0.2); COORDINATE RE:  
TELECONFERENCE IN CONNECTION WITH IP  
MATTERS (0.3); REVIEW IP DILIGENCE  
REQUEST AND INDEX ENTIRES AND PREPARE  
SAME FOR T. TWOMEY AND WORKING GROUP  
(0.5); REVIEW IP AGREEMENTS AND PROVIDE  
COMMENTS TO SUMMARY OF SAME (0.7);  
REVIEW VARIOUS FOREIGN DOCUMENTS (0.8)  
AND DRAFT CORRESPONDENCE TO I.  
SIMPLCEAN AND F. STRÓK RE: SAME (0.3);  
TELECONFERENCE WITH M. FORTUNAK RE:  
FOREIGN DOCUMENTS (0.1) AND FOLLOW UP  
CORRESPONDENCES RE: SAME (0.3); REVIEW  
JV LIST AND PRINCIPAL FOREIGN ENTITY  
LIST FOR CHINESE ENTITIES AND PREPARE  
SUMMARY RE: SAME (0.5); COORDINATE RE:  
TELECONFERENCE IN CONNECTION WITH SAME  
(0.1); MULTIPLE TELECONFERENCES WITH  
WORKING GROUP RE: DILIGENCE MATTERS  
(0.6).